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Faculty of Management Studies
University of Toronto

MARCH 1, 1985

VOLUME 8 #9/85

OSC BULLETIN

The Ontario Securities Commission
administers the Securities Act of Ontario
(R.S.O. 1980, c. 466) and the Commodity Futures
Act of Ontario (R.S.O. 1980, c. 78).

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THE ONTARIO SECURITIES COMMISSION

OSC BULLETIN

VOLUME 8 #09/85

MARCH 1, 1985

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CHAPTER 1
NOTICES/PRESS RELEASES

1.1 NOTICES

1.1.1 RECIPROCAL CEASE TRADE ORDERS

Reproduced in Chapter 6 of the OSC Bulletin is a request for comments on a proposed national policy dealing with reciprocal cease trading orders where a take-over bid is not made in all provinces.

1.1.2 OSC POLICY 1. 7/SECURITIES ADVISORY COMMITTEE TO THE OSC

In 1981, a committee of practising solicitors from a number of Toronto law firms was established to review and recommend changes to the Ontario Securities Commission Policy Statements. In August 1982, the Committee submitted its report to the Commission and in December 1982 the Commission published revised Policy Statements based, in large part, on the report of the Committee.

Since December 1982, the Committee has been requested periodically by the Commission to review proposed Policy Statements or amendments to existing Policy Statements prior to their publication in the OSC Bulletin.

The Committee, with the assistance of securities practitioners from other Provinces of Canada, is currently undertaking a review of the National and Uniform Act Policies with a view to recommending such changes to these Policies as considered appropriate.

The Commission believes that the continued existence of the Committee is beneficial to the administration of securities law in the Province of Ontario. The Committee can assist it to be more sensitive to the needs of the market so that it can better discharge its mandate of providing a regulatory environment for the operation and development of efficient capital markets. Accordingly, the Commission has now formalized in Policy 1. 7 the Committee's responsibilities and objectives, the procedure for determining its membership, and the method by which matters are referred to it.

A draft policy with a request for comments, was published in the O. S. C. Bulletin of August 3, 1984. The comments were generally favourable. In addition, an invitation for applications to serve on the Committee was issued.

A number of applications to serve on the Committee were received, and the Commission was impressed with the qualifications and experience of the applicants. The Commission was required to make difficult choices among the applicants and did so principally on the basis of attempting to arrive at a representation of as many different areas of the practice of securities law as possible, with the exception of areas in respect of which the Commission receives regular input through industry associations.

The constitution of the Committee has been determined to be as follows:

Continuing Members

Marlene J. Davidge	- Tory, Tory, DesLauriers & Binnington
David W. Drinkwater (Chairman)	- Osler, Hoskin & Harcourt
Patrick C. Finnerty	- Blake, Cassels & Graydon
William K. Orr	- Fraser & Beatty
Rene R. Sorell	- McCarthy & McCarthy

New Members

L. T. Beare	- Canadian Pacific Enterprises Limited
George C. Glover	- Fasken & Calvin
Glorianne F. Stromberg	- Cassels, Brock & Blackwell
Andrew B. Tulk	- Blaney, McMurtry, Aarons & Watson

The Commission wishes to express its gratitude to the retiring members of the Committee, Ronald J. Murphy, Q. C. , of Fraser & Beatty, Robert J. Carew of Smith, Lyons, Torrance, Stevenson & Mayer, and G. Wesley Voorheis of Davies, Ward & Beck, and to their respective firms, for their valuable work on the original Committee, in revising and organizing the Commission Policy Statements, and in its subsequent work.

The Commission wishes to thank publicly the applicants for their willingness to devote their time and effort to the betterment of securities regulation, and to thank their respective firms or companies for enabling the members to make or offer to make the considerable commitment involved.

1.1.3 ANDREW WAYNE PATON

IN THE MATTER OF THE SECURITIES ACT,
R.S.O. 1980, CHAPTER 466

AND

IN THE MATTER OF ANDREW WAYNE PATON

NOTICE OF HEARING
(Section 25)

TAKE NOTICE that the Director of the Ontario Securities Commission (the "Commission") will hold a hearing pursuant to the provisions of section 25 of the Securities Act, R.S.O. 1980, c.466 (the "Act") on Thursday, February 28, 1985 at 10:00 o'clock in the forenoon or so soon thereafter as the hearing can be held at the office of the Commission at 20 Queen Street West, Toronto to consider whether registration should be granted to ANDREW WAYNE PATON ("PATON") as a mutual funds salesman, and if so whether or not such registration should be restricted or whether terms and conditions should be imposed thereon by reason of the following allegations:

1. PATON has been registered as a mutual funds salesman in the employ of Norris-Elye & Walsh Inc. since June 3, 1983. Prior to that time PATON was registered as a mutual funds salesman in the employ of Investors Syndicate Limited.
2. On October 1, 1984, PATON'S registration as a mutual funds salesman lapsed and he was so advised by letter dated October 2, 1984.
3. PATON has not been employed as a full time mutual funds salesman as required by section 113(1) of the regulations to the Act. By his own admission, PATON devotes 35-50% of his time selling and handling mutual funds with the balance being spent in financial planning.

AND TAKE NOTICE that any party to the proceeding may be represented by counsel of his choice at the hearing if he attends or submits evidence therat;

AND TAKE NOTICE that upon failure of any party to attend at the time and place aforesaid the hearing may proceed in his absence and he is not entitled to any further notice in the proceedings.

February 14th, 1985.

"C. Edward Goad"

To: Andrew Wayne Paton
1306 Baseline Road
Ottawa, Ontario
K2C 0A9

1.1.4 DISTRIBUTION OF INFORMATION TO BENEFICIAL SHAREHOLDERS

DISTRIBUTION OF INFORMATION TO BENEFICIAL
OWNERS OF NOMINEE HELD SECURITIES

The Commission is publishing in Chapter 6 of this edition of the O.S.C. Bulletin a Request for Comments on proposals to amend section 48 of the Securities Act to improve the process of distribution of information to beneficial shareholders whose shares are registered in nominee name.

The Commission welcomes comments and submissions on the issues raised in the Request for Comments. Comments should be submitted on or before May 6, 1985.

1.2 PRESS RELEASE

1.2.1 OSC INVESTIGATES TRADING IN FATHOM OCEANOLOGY LIMITED

February 22, 1985.

The Ontario Securities Commission announced today that it is investigating the circumstances surrounding recent trading in common shares of Fathom Oceanology Limited. The Toronto Stock Exchange is assisting the Commission in its investigation.

On February 18, 1985 Fleet Aerospace Corporation announced a take-over bid for all of the outstanding common shares of Fathom.

The Commission stated that it has learned that Walwyn Stodgell Cochran Murray Limited executed purchases of 680,100 common shares of Fathom on February 19 and 20, 1985. The Commission has been advised by Walwyn that the purchases, which represent 23.7% of the outstanding common shares of Fathom, were made on behalf of Walwyn, F. H. Deacon, Hogson Inc. and First Marathon Securities Limited acting as principals. The Commission was further advised by Walwyn that the shares were purchased for arbitrage purposes.

The Commission expects that trading in both Fleet and Fathom will resume following dissemination of this press release.

Ref: Ermanno Pascutto
963-0220

1.2.2 UNICORP CANADA CORPORATION/UNION ENTERPRISES LIMITED

February 27, 1985.

The Ontario Securities Commission announced that it has reviewed the content of the Addendum dated February 18, 1985, (the "Addendum") to the Director's Circular dated February 6, 1985, issued by the Board of Directors of Union Enterprises Limited in response to the offer dated February 1, 1985, of Unicorp Canada Corporation to acquire all of the common shares of Union Enterprises Limited.

The section titled "Income Tax Considerations" in the Addendum states that the capital gain realized by a Union shareholder as a result of tendering to the bid will be a taxable capital gain and will be included as ordinary income to the shareholder.

The Offer and the Amendment to the Offer dated February 18, 1985, of Unicorp Canada Corporation state that a tax deferred "roll-over" is available in respect of that portion of the consideration to be received by the Union Enterprises shareholder attributable to the preference share consideration.

The Union Enterprises shareholders are therefore in receipt of contradictory statements of the tax consequences of the tendering by a shareholder to the bid.

Unicorp has satisfied the Commission by the delivery of a Revenue Canada advance income tax ruling that its statement of the tax consequences is correct. Under these circumstances, the Commission has requested that Union Enterprises immediately communicate to its shareholders that the statement of the tax consequences contained in the Unicorp Offer is correct.

Ref: H.A. Malcolmson
963-0221

1.2.3 DISTRIBUTION OF INFORMATION TO BENEFICIAL SHAREHOLDERS

March 1, 1985.

The Ontario Securities Commission today published a request for comments on a proposal to amend the Securities Act to improve the process of distribution of communications to beneficial shareholders whose shares are registered in nominee name. The principal features of the proposed amendments are:

- (i) the extension of the obligation to forward shareholder communications beyond registrants and custodians of securities issued by mutual funds to a broader range of financial and market intermediaries which hold securities on behalf of beneficial owners: for example, trustees of self-administered RRSP's and banks performing securities safekeeping functions for customers;
- (ii) the enlargement of the category of communications required to be forwarded to beneficial owners to include all material required by law to be sent to registered shareholders by issuers and others, such as management and dissident shareholder proxy solicitation material and take-over bid circulars, and any non-mandatory communications, such as company newsletters, which an issuer wishes to send to its beneficial shareholders; and
- (iii) the imposition of an obligation upon issuers or other senders of material to reimburse intermediaries for the reasonable costs incurred in transmitting material.

The draft amendments do not require intermediaries to disclose client information to issuers so as to permit access by issuers to the identities of beneficial shareholders, but the scheme is sufficiently flexible to permit direct communication in circumstances where intermediaries voluntarily disclose the identities of non-objecting shareholders.

The Commission is inviting the public to comment on the proposal before May 6, 1985 and is particularly interested in receiving submissions from issuers.

Ref: Priscilla Healy
(416) 963-0218

CHAPTER 2
DECISIONS, ORDERS AND RULINGS

2.1 ROYAL LEPAGE LIMITED

Headnote

Section 73 - Securities to be issued under Employees' Stock Purchase Plan to employees of related but unaffiliated company.

IN THE MATTER OF THE SECURITIES ACT,
R. S. O. 1980, CHAPTER 466

AND

IN THE MATTER OF ROYAL LEPAGE LIMITED

RULING
(Section 73)

UPON the application of Royal LePage Limited to the Ontario Securities Commission (the "Commission") for a ruling pursuant to section 73 of the Securities Act, R. S. O. 1980, c. 466 (the "Act") that the issue of securities of Royal LePage Limited ("Royal LePage") to employees of Royal LePage Real Estate Services Ltd. ("Royal LePage Services") and its affiliates and to Employee Corporations is not subject to section 24 or 52 of the Act;

AND UPON reading the Application and the recommendation of the staff of the Commission;

AND UPON it being represented to the Commission that:

1. Royal LePage is a corporation incorporated under the laws of Ontario and is not a reporting issuer within the meaning of the Act;
2. Royal LePage Services is a corporation incorporated under the laws of Ontario, with 49% of its common shares owned by Royal LePage;
3. Royal LePage proposes to issue securities from time to time to employees of Royal LePage, its affiliates, Royal LePage Services and affiliates of Royal LePage Services and to Employee Corporations (as

hereinafter defined) under an Employees' Stock Purchase Plan (an "Employee Corporation" referring to a corporation controlled by an employee of Royal LePage, Royal LePage Services or affiliates of either, and includes a corporation controlled by the spouse of such an employee or by a family trust established for the benefit of members of the family of such an employee if control of the family trust is maintained by the trustees thereof or by either or both of such employee and such employee's spouse).

AND UPON being satisfied that to make this ruling would not be prejudicial to the public interest.

IT IS RULED pursuant to section 73 of the Act, that the issue of securities of Royal LePage to employees of Royal LePage Services or affiliates thereof and to Employee Corporations is not subject to section 24 or 52 of the Act, provided that:

1. This ruling will continue in force only so long as Royal LePage, together with the directors and senior officers of Royal LePage, holds, otherwise than by way of security only, voting securities of Royal LePage Services carrying more than 50% of the votes for the election of directors, and so long as the votes carried by such securities are entitled, if exercised, to elect a majority of the board of directors of Services;
2. Each Employee Corporation is a "private company" as defined in the Act; and
3. The first trade in each security issued pursuant to this ruling shall be made in accordance with subsection 71(5) of the Act as if such security had been acquired by the vendor under the exemption contained in clause 71(1) (n) of the Act.

February 26, 1985.

"J. W. Blain"

"Frank Iacobucci"

2.2 MIDLAND DOHERTY FINANCIAL CORPORATION

IN THE MATTER OF THE SECURITIES ACT,
R.S.O. 1980, CHAPTER 466

AND

IN THE MATTER OF MIDLAND DOHERTY FINANCIAL CORPORATION

ORDER

(Section 117(2) (a) (ii))

UPON the application received September 11, 1984 of Midland Doherty Financial Corporation (the "Applicant"), a company incorporated under the laws of Canada, to the Ontario Securities Commission (the "Commission") pursuant to section 117(2) (a) (ii) of the Securities Act, R.S.O. 1980, c.466 (the "Act") and Policy 10.1;

AND UPON the Applicant having:

- (a) represented that none of the directors and senior officers of its subsidiaries except directors and senior officers of such subsidiaries who are also directors or senior officers of the Applicant or members of the Management Committee or the Treasurer or the Comptroller or the Internal Auditor of Midland Doherty Limited, in the ordinary course receives knowledge of material facts or material changes with respect to the Applicant prior to general disclosure of such facts or changes; and
- (b) undertaken to maintain a continuing review of the facts upon which this application is predicated and to advise the Commission promptly of any relevant change therein.

AND UPON the Commission pursuant to section 6 of the Act having assigned to me the power to make an order under section 117(2) (a) of the Act;

AND UPON being satisfied in reliance upon the above representation and undertaking that there is adequate justification for so doing;

IT IS ORDERED pursuant to section 117(2) (a) (ii) of the Act that the directors and senior officers of the subsidiaries of the Applicant excepting those directors and senior officers:

1. who do or will receive, in the ordinary course, knowledge of material facts or material changes with respect to the Applicant prior to general disclosure of such facts or changes;
2. who are or will be also insiders of the Applicant by virtue of sections 1(1) (17) (i) or (iii) of the Act; and
3. whom the Commission has by further order denied the exemptions contained in this Order;

be and hereby are exempted from the reporting requirements of sections 102 and 104 of the Act with respect to transactions in securities of the Applicant;

AND IT IS FURTHER ORDERED that the following are conditions of this Order:

1. The Applicant shall maintain a continuous review of the senior officers and directors of its subsidiaries and shall advise the Commission promptly of any of them which become, or cease to be, exempted by this Order;
2. The Applicant shall, upon the request of the Commission or its staff furnish any information reasonably necessary to determine whether a senior officer or director of any subsidiary is or is not exempted by this Order; and
3. All directors of Midland Doherty Limited shall comply with the reporting requirements of sections 102 and 104 of the Act with respect to all transactions in securities of the Applicant taking place within 30 days after each meeting of the board of directors of Midland Doherty Limited.

February 20th, 1985.

"John F. Leybourne"

2.3 CANOLAN RESOURCES LTD.

IN THE MATTER OF THE SECURITIES ACT,
R.S.O. 1980, CHAPTER 466

AND

IN THE MATTER OF CANOLAN RESOURCES LTD.

ORDER

(Subsection 79(b)(iii) - O.S.C. POLICY 2.6)

UPON the application of CANOLAN RESOURCES LTD. (the "Issuer"), a company incorporated under the laws of Ontario to the Ontario Securities Commission (the "Commission") for an order pursuant to subsection 79(b)(iii) of the Securities Act, R.S.O. 1980, c.466 (the "Act") and Commission Policy 2.6 exempting the Issuer from the requirements of sections 76 and 78 of the Act;

AND UPON the Commission, pursuant to section 6 of the Act, having assigned to me the power to make such an order where a reporting issuer satisfies me that it is dormant or inactive in the sense used in Commission Policy 2.6;

AND UPON being satisfied that to do so would not be prejudicial to the public interest and that in the circumstances of this particular case there is adequate justification for so doing;

IT IS ORDERED pursuant to subsection 79(b)(iii) of the Act that the Issuer be and hereby is exempted from filing with the Commission and sending to holders of its securities interim financial statements;

AND IT IS FURTHER ORDERED that these exemptions shall terminate forthwith after the occurrence of a material change in the Issuer's affairs unless the Issuer satisfies the Commission that such exemptions should continue.

February 20th, 1985.

"John F. Leybourne"

2.4 WATERFORD HOUSE

IN THE MATTER OF THE SECURITIES ACT,
R.S.O. 1980, CHAPTER 466

AND

IN THE MATTER OF WATERFORD HOUSE

ORDER
(Subsection 79(b)(iii))

WHEREAS WATERFORD HOUSE (the "Partnership") is a limited partnership pursuant to the Partnership Act Alberta;

AND WHEREAS the Partnership has made an application to the Ontario Securities Commission (the "Commission") for an order pursuant to subsection 79(b)(iii) of the Securities Act, R.S.O. 1980, c.466 (the "Act");

AND WHEREAS the Commission is of the opinion that to grant this order would not be prejudicial to the public interest and is satisfied in the circumstances of this particular case that there is adequate justification for so doing;

IT IS ORDERED pursuant to subsection 79(b)(iii) of the Act that the Partnership be and hereby is exempted from the requirement to file pursuant to section 76 and from the requirement to send pursuant to section 78 of the Act, interim financial statements for each of the first and third quarters of each of the Partnership's financial years provided that:

1. This exemption shall be approved at the next annual meeting of the Partnership by a majority in interest of the limited partners entitled to vote thereat and the result of such vote shall be reported to the Commission in writing within ten business days of the meeting;
2. This exemption shall terminate thirty days after the occurrence of a material change in the affairs of the Partnership unless the Commission is satisfied that the exemption should continue.

February 26th, 1985.

"J.W. Blain"

"David C.H. Stanley"

2.5 ANGLO-PERMANENT CORPORATE HOLDINGS LIMITED

IN THE MATTER OF THE SECURITIES ACT,
R.S.O. 1980, CHAPTER 466

AND

IN THE MATTER OF THE ONTARIO BUSINESS CORPORATIONS ACT,
R.S.O. 1982, C.4

AND

IN THE MATTER OF ANGLO-PERMANENT CORPORATE HOLDINGS LIMITED

ORDER

(Securities Act - Section 82 &
Ontario Business Corporations Act - Subsection 1(6))

UPON the application of ANGLO-PERMANENT CORPORATE HOLDINGS LIMITED a company incorporated under the laws of Ontario to the Ontario Securities Commission (the "Commission") for an order pursuant to section 82 of the Securities Act, R.S.O. 1980, c.466, (the "Act") and subsection 1(6) of the Ontario Business Corporations Act, R.S.O. 1982, c.4;

AND UPON it being represented that ANGLO-PERMANENT CORPORATE HOLDINGS LIMITED now has fewer than fifteen security holders whose latest address as shown on its books is in Ontario;

IT IS ORDERED pursuant to section 82 of the Securities Act, R.S.O. 1980, c.466 that ANGLO-PERMANENT CORPORATE HOLDINGS LIMITED be and hereby is deemed to have ceased to be a reporting issuer for the purposes of the Act.

AND IT IS FURTHER ORDERED pursuant to subsection 1(6) of the Ontario Business Corporations Act, R.S.O. 1982, c.4 that ANGLO-PERMANENT CORPORATE HOLDINGS LIMITED be and hereby is deemed to have ceased to be offering its securities to the public.

February 19th, 1985.

"David C.H. Stanley"

"R.J. Kane"

2.6 330019 ONTARIO LIMITED ET AL

Headnote

Section 140 - variation order to delete subsection 71(5) proviso in earlier ruling, based on particular circumstances..

IN THE MATTER OF THE SECURITIES ACT,
R. S. O. 1980, CHAPTER 466

AND

IN THE MATTER OF 330019 ONTARIO LIMITED
(formerly Digital Video Systems Inc.)

AND

IN THE MATTER OF SCIENTIFIC-ATLANTA, INC.

ORDER
(Section 140)

UPON the application of 330019 Ontario Limited ("330019") to the Ontario Securities Commission (the "Commission") for an order pursuant to section 140 of the Securities Act, R. S. O. 1980, c. 466 (the "Act") varying a ruling (the "Prior Ruling") of the Commission dated the 7th day of January, 1983, and made pursuant to section 73 of the Act with respect to certain dividends in specie of shares of common stock of Scientific-Atlanta, Inc. ("S-A");

AND UPON it being represented that:

- A. S-A is not a reporting issuer under the Act;
- B. The agreement and plan of reorganization dated October 21, 1982 (the "Agreement") included in the consideration a series of six Convertible Notes (the "Notes") of S-A; said Notes are payable upon certain specified events and conditions, and if those events and conditions do not occur within certain specified times then the Notes are deemed cancelled; the principal amount of said Notes may be satisfied, pursuant to their terms, by delivery of shares of S-A common stock valued as therein set forth, or in certain circumstances by cash payment;
- C. The total number of shares of common stock received pursuant to the Agreement and receivable pursuant to the Notes represents a small percentage of the outstanding shares of S-A;
- D. The Prior Ruling has been varied by Commission Order dated December 19, 1984, made pursuant to section 140 of the Act, In The Matter of Gee Cubed Holdings Ltd. and 330019 Ontario Limited (formerly Digital Video Systems Inc.) and Scientific-Atlanta, Inc.;

- E. Innocan Investments Ltd. transferred its shareholdings in 330019 to Innocan Inc.;

AND UPON reading the application and the recommendation of the staff of the Commission;

AND UPON being satisfied that to so order would not be prejudicial to the public interest;

NOW THEREFORE IT IS ORDERED pursuant to section 140 of the Act that the Prior Ruling, as varied by the Variation Order, be further varied so as to read as follows:

"It is ruled, pursuant to section 73 of the Act, that all trades made by Digital, Innocan, Innocan Inc. or Kauser in shares of the common stock of S-A acquired by Digital pursuant to the Agreement, and pursuant to the six Convertible Notes delivered to Digital under the terms of the Agreement, to any of their shareholders by way of dividend in specie are not subject to section 24 or 52 provided that:

1. the first trade (except the transfer of 3,776 common shares of S-A from Gee Cubed Holdings Ltd. to Gee Cubed Holdings (1984) Ltd.) in each of the shares of common stock of S-A issued pursuant to this ruling is effected through the facilities of the New York Stock Exchange in accordance with the rules, including by-laws, regulations and policies of such Exchange, on or after the 6th day of January, 1985;
2. a copy of this ruling is provided to each Ontario Resident; and
3. Digital obtains from each Ontario Resident and files with the Commission within 10 days of the date hereof a written acknowledgement by such Ontario Resident that he has:
 - (i) received a copy of this ruling; and
 - (ii) is aware of the limitations imposed by this ruling on resale of the stock of S-A acquired by him pursuant to this ruling."

provided that:

1. a copy of this variation order is provided to each Ontario Resident as defined in the Prior Ruling; and
2. 330019 obtains from each Ontario Resident and files with the Commission within 20 days of the date hereof a written acknowledgement by such Ontario Resident that he has received a copy of this variation Order.

February 19, 1985.

"David C. H. Stanley"

"R. J. Kane"

2.7 EMERGO INVESTMENTS INC.

IN THE MATTER OF THE SECURITIES ACT,
R.S.O. 1980, C.466

AND

IN THE MATTER OF EMERGO INVESTMENTS INC.

ORDER
(Section 82)

UPON the application of EMERGO INVESTMENTS INC., a company continued under the laws of British Columbia, to the Ontario Securities Commission (the "Commission") for an order pursuant to section 82 of the Securities Act, R.S.O. 1980, c.466 (the "Act");

AND UPON it being represented that EMERGO INVESTMENTS INC. now has fewer than fifteen security holders whose latest address as shown on its books is in Ontario;

AND UPON the Commission being satisfied that to grant this order would not be prejudicial to the public interest;

IT IS ORDERED pursuant to section 82 of the Act that EMERGO INVESTMENTS INC. be and hereby is deemed to have ceased to be a reporting issuer for the purposes of the Act.

February 26th, 1985.

"J. W. Blain"

"David C.H. Stanley"

2.8 PEOPLES JEWELLERS LIMITED

IN THE MATTER OF THE SECURITIES ACT,
R.S.O. 1980, CHAPTER 466

AND

IN THE MATTER OF PEOPLES JEWELLERS LIMITED

ORDER
(Section 117(2) (a) (ii))

UPON the application of PEOPLES JEWELLERS LIMITED (the "Issuer"), a company incorporated under the laws of Canada, to the Ontario Securities Commission (the "Commission") pursuant to section 117(2) (a) (ii) of the Securities Act, R.S.O. 1980, c.466, (the "Act");

AND UPON the Commission, pursuant to section 6 of the Act, having assigned to me the power to make such and Order;

AND UPON being satisfied in the circumstances of this particular case that there is adequate justification for so doing;

IT IS ORDERED pursuant to section 117(2) (a) (ii) of the Act that the insiders of the Issuer be and hereby are exempted from the reporting requirements of section 102 of the Act with respect to the receipt of redeemable junior preferred shares of the Issuer by way of stock dividends and the disposition of such redeemable junior preferred shares by way of their redemption by the Issuer through the Optional Stock Dividend Plan.

February 20th, 1985.

"John F. Leybourne"

2.9 REED STENHOUSE COMPANIES LIMITED

IN THE MATTER OF THE SECURITIES ACT,
R.S.O. 1980, CHAPTER 466

AND

IN THE MATTER OF REED STENHOUSE COMPANIES LIMITED

ORDER
(Subsection 79(b)(iii))

UPON the application of REED STENHOUSE COMPANIES LIMITED (the "Issuer"), a company incorporated under the laws of Canada, to the Ontario Securities Commission (the "Commission") for an order pursuant to subsection 79(b)(iii) of the Securities Act, R.S.O. 1980, c.466 (the "Act") exempting the Issuer from the time requirements contained in sections 77 and 78 of the Act with respect to the annual financial statements for the year ended September 30, 1984;

AND UPON being satisfied that to do so would not be prejudicial to the public interest and that there is adequate justification for so doing;

IT IS ORDERED pursuant to subsection 79(b)(iii) of the Act that the Issuer be and hereby is exempted from the time requirements contained in sections 77 and 78 of the Act with respect to the annual financial statements for the year ended September 30, 1984 provided that the Issuer files pursuant to section 77 and sends pursuant to section 78 annual financial statements for the year ended September 30, 1984 on or before March 7, 1985.

February 15th, 1985.

"R.J. Kane"

"J.W. Blain"

2.10 ARGYLL ENERGY CORPORATION

IN THE MATTER OF THE SECURITIES ACT,
R. S. O. 1980, CHAPTER 466

AND

IN THE MATTER OF ARGYLL ENERGY CORPORATION

ORDER
(Section 99(e))

UPON the application of Argyll Energy Corporation (the "Corporation") a corporation incorporated under the laws of the Province of Ontario, to the Ontario Securities Commission (the "Commission") pursuant to section 99 (e) of the Securities Act R. S. O. 1980, c. 466 (the "Act") for an Order exempting it from the requirements of Part XIX of the Act with respect to its offer to purchase the units of Joffre Oil & Gas Partnership No. 5 (the "Limited Partnership").

AND UPON the Corporation representing to the Commission that:

1. The Corporation is a reporting issuer under the Act.
2. The Limited Partnership is a limited partnership formed pursuant to the laws of the Province of Alberta, to participate under a joint venture agreement with Joffre Oils Ltd. and the latter's parent company, Joffre Resources Ltd., in an oil and gas exploration and development program primarily in Canada and also in the United States, comprising 32.385 limited partnership units (the "Units").
3. The general partner of the Partnership is Joffre Oils Ltd. Its Parent, Joffre Resources Ltd. was placed in receivership on January 13, 1984.
4. The Corporation is proposing to purchase all the Units owned by the limited partners for a purchase price substantially equivalent to that paid by Aledo Oil and Gas Company Ltd. ("Aledo"), a wholly owned subsidiary of the Corporation, to the receiver for Joffre Resources Ltd., on the basis of \$7,000.00 cash for each Unit of the Limited Partnership.
5. Aledo, on July 23, 1984, purchased certain of the assets of Joffre Resources Ltd. and its affiliated companies from the receiver for a total consideration of \$6,048,000 in cash. The assets purchased also included 21.86 Units (approximately 67%) of the Limited Partnership.
6. The remaining 10.525 Units of the Limited Partnership are held by 9 separate holders, including 3 with registered addresses in the Province of Ontario who hold approximately 13.9% of the outstanding Units.

AND UPON the Commission being satisfied that to do so would not be prejudicial to the public interest;

IT IS ORDERED THAT the Corporation is exempted from the requirements of Part XIX of the Act with respect to its proposed offer for the Units of the Limited Partnership provided that:

- (a) the first trade in the securities acquired pursuant to the exemptions herein contained shall be subject to the provisions of subsection 5 of section 71 of the Act; and
- (b) the Corporation shall cause to be delivered to the limited partners a copy of this Order.
- (c) the proposed transaction shall occur substantially as described in the subject application.

February 19th, 1985.

"J.W. Blain"

"R.J. Kane"

2.11 RAM PETROLEUMS LIMITED ET AL

Headnote

s.140;73 - Shares acquired under Securities Act, R. S. O. 1970, prior to introduction of closed system, pursuant to a ruling of the Commission which imposed restrictions on resale - Ruling varied to delete resale restrictions and to permit resale under s. 71(5).

IN THE MATTER OF THE SECURITIES ACT,
R. S. O. 1980, CHAPTER 466

AND

IN THE MATTER OF RAM PETROLEUMS LIMITED
AND INTERNATIONAL BASLEN ENTERPRISES LIMITED

ORDER AND RULING
(Sections 140 and 73)

UPON the application of Ram Petroleum Limited ("Ram") to the Ontario Securities Commission (the "Commission") for an order pursuant to section 140 of the Securities Act, R. S. O. 1980, c. 466 (the "Act") varying a ruling made on September 21, 1972 under section 59 of the Securities Act, R. S. O. 1970, c. 426 (the "1972 Ruling") and for a ruling exempting the first trade by Ram in certain common shares of International Baslen Enterprises Limited ("Baslen") from section 52 of the Act;

AND UPON it being represented to the Commission that:

1. Baslen (formerly Baslen Petroleum Limited) was incorporated under the laws of the Province of Ontario on December 11, 1964;
2. Baslen has been a reporting issuer under the Act since 1969 and is not in default of any requirement of the Act or the Regulation made thereunder;
3. the common shares of Baslen are not listed on any stock exchange but are traded over-the-counter in Toronto;
4. on September 25, 1972 Baslen issued 76,926 common shares (the "Shares") to Ram pursuant to the 1972 Ruling in satisfaction of certain indebtedness of Baslen to Ram;
5. the 1972 Ruling provided, inter alia, that the issue of the Shares to Ram was exempt from the prospectus and registration requirements under the Securities Act, R. S. O. 1970, c. 426 on the condition that "no resale or other distribution of the aforesaid common shares shall be permitted until the expiration of 12 months from the 21st of September, 1972, after which a further application may be made to the Commission by each of the recipients noted above." (the "Resale Restrictions"); and

6. Ram has held the Shares since September 25, 1972;

AND UPON the Commission being satisfied that to grant this order and ruling would not be prejudicial to the public interest;

IT IS ORDERED pursuant to section 140 of the Act that the 1972 Ruling be and is hereby varied by deleting the Resale Restrictions insofar only as those Resale Restrictions relate to the Shares held by Ram; and

IT IS RULED pursuant to subsection 73(1) of the Act that the first trade by Ram in the Shares is not subject to section 52 of the Act, provided that any such trade shall be subject to the provisions of subsection 71(5) of the Act (other than clause 71(5)(b) of the Act) and clause 18a of the Regulation made thereunder as if the Shares had been acquired pursuant to an exemption referred to in subsection 71(5) of the Act.

February 20, 1985.

"J. W. Blain"

"R. J. Kane"

2.12 WINDSOR LEASE INCOME LIMITED PARTNERSHIP

IN THE MATTER OF THE SECURITIES ACT,
R.S.O. 1980, C.466

AND

IN THE MATTER OF WINDSOR LEASE INCOME LIMITED PARTNERSHIP

ORDER
(Section 82)

UPON the application of WINDSOR LEASE INCOME LIMITED PARTNERSHIP, a limited partnership pursuant to the partnership Act Ontario, to the Ontario Securities Commission (the "Commission") for an order pursuant to section 82 of the Securities Act, R.S.O. 1980, c.466 (the "Act");

AND UPON it being represented that WINDSOR LEASE INCOME LIMITED PARTNERSHIP now has fewer than fifteen security holders whose latest address as shown on its books is in Ontario;

AND UPON the Commission being satisfied that to grant this order would not be prejudicial to the public interest;

IT IS ORDERED pursuant to section 82 of the Act that WINDSOR LEASE INCOME LIMITED PARTNERSHIP be and hereby is deemed to have ceased to be a reporting issuer for the purposes of the Act.

February 26th, 1985.

"J.W. Blain"

"David C.H. Stanley"

2.13 TRAPPER RESOURCES LTD.

IN THE MATTER OF THE SECURITIES ACT,
R.S.O. 1980, CHAPTER 466

AND

IN THE MATTER OF TRAPPER RESOURCES LTD.

ORDER
(Subsection 79(b)(iii))

UPON the application of TRAPPER RESOURCES LTD. (the "Issuer") a company incorporated under the laws of Alberta to the Ontario Securities Commission, for an order pursuant to subsection 76(1) and section 78 of the Securities Act, R.S.O. 1980, c.466 (the "Act") permitting the issuer to file interim financial statements for the six month period ended December 31, 1984 with comparative figures for the six month period ended January 31, 1984;

AND UPON being advised that a change in the Issuers financial year end has made it very difficult to prepare comparative interim financial statements;

AND UPON being satisfied that to do so would not be prejudicial to the public interest;

IT IS ORDERED pursuant to the provisions of subsection 79(b)(iii) of the Act that the Issuer be and is hereby permitted to file interim financial statements for the six month period ended December 31, 1984 with comparative figures for the six month period ending January 31, 1984 in lieu of the six month period ended December 31, 1983.

Februrary 26th, 1985.

"J.W. Blain"

"David C.H. Stanley"

2.14 O'BRIEN ENERGY & RESOURCES LIMITED

IN THE MATTER OF THE SECURITIES ACT,
R.S.O. 1980, CHAPTER 466

AND

IN THE MATTER OF O'BRIEN ENERGY & RESOURCES LIMITED

ORDER
(Subsection 79(b)(iii))

UPON the application of O'BRIEN ENERGY & RESOURCES LIMITED (the "Issuer"), a company incorporated under the laws of Quebec, to the Ontario Securities Commission (the "Commission") for an order pursuant to subsection 79(b)(iii) of the Securities Act, R.S.O. 1980, c.466 (the "Act") exempting the Issuer from the time requirements contained in sections 77, 76 and 78 of the Act with respect to the annual financial statements for the year ended September 30, 1984 and the interim financial statements for the three month period ended December 31, 1984;

AND UPON being satisfied that to do so would not be prejudicial to the public interest and that there is adequate justification for so doing;

IT IS ORDERED pursuant to subsection 79(b)(iii) of the Act that the Issuer be and hereby is exempted from the time requirements contained in sections 77, 76 and 78 of the Act with respect to the annual financial statements for the year ended September 30, 1984 and the interim financial statements for the three month period ended December 31, 1984 provided that the Issuer files pursuant to sections 76 and 77 and sends pursuant to section 78 annual financial statements for the year ended September 30, 1984 and interim financial statements for the three month period ended December 31, 1984 on or before March 15, 1985.

February 15th, 1985.

"J.W. Blain"

"David C.H. Stanley"

2.15 BOW VALLEY RESOURCE SERVICES LTD.

IN THE MATTER OF THE SECURITIES ACT,
R.S.O. 1980, CHAPTER 466

AND

IN THE MATTER BOW VALLEY RESOURCE SERVICES LTD.

ORDER

(Section 117(2)(a)(ii))

UPON the application of BOW VALLEY RESOURCE SERVICES LTD. (the "Issuer"), a Company incorporated under the laws of Alberta, to the Ontario Securities Commission (the "Commission") pursuant to section 117(2)(a)(ii) of the Securities Act, R.S.O. 1980, c.466, (the "Act");

AND UPON the Commission, pursuant to section 6 of the Act, having assigned to me the power to make an Order under section 117(2)a of the Act;

AND UPON being satisfied in the circumstances of this particular case that there is adequate justification for so doing;

IT IS ORDERED pursuant to section 117(2)(a)(ii) of the Act that the insiders of the Issuer be and hereby are exempted from the reporting requirements of section 102 of the Act with respect to the acquisition of securities of the Issuer through its Thrift Plan (the "Plan") provided that:

1. Each insider shall file by March 1 of each year a report in the form prescribed by section 102 of the Act disclosing therein any increase not previously reported in the holdings of such insider of securities through the Plan during the twelve month period ending December 31 preceding such date; and
2. If any insider should dispose of securities acquired through the Plan prior to reporting the acquisition thereof, such insider shall file a report in accordance with section 102 of the Act disclosing therein both the acquisition and disposition of such securities.

February 22nd, 1985.

"John F. Leybourne"

2.16 BOW VALLEY INDUSTRIES LTD.

IN THE MATTER OF THE SECURITIES ACT,
R.S.O. 1980, CHAPTER 466

AND

IN THE MATTER OF BOW VALLEY INDUSTRIES LTD.

ORDER

(Section 117(2)(a)(ii))

UPON the application of BOW VALLEY INDUSTRIES LTD. (the "Issuer"), a Company incorporated under the laws of Alberta, to the Ontario Securities Commission (the "Commission") pursuant to section 117(2)(a)(ii) of the Securities Act, R.S.O. 1980, c.466, (the "Act");

AND UPON the Commission, pursuant to section 6 of the Act, having assigned to me the power to make an Order under section 117(2)a of the Act;

AND UPON being satisfied in the circumstances of this particular case that there is adequate justification for so doing;

IT IS ORDERED pursuant to section 117(2)(a)(ii) of the Act that the insiders of the Issuer be and hereby are exempted from the reporting requirements of section 102 of the Act with respect to the acquisition of securities of the Issuer through its Dividend Reinvestment Share Purchase Plan, its Stock Dividend and Share Purchase Plan and its Thrift Plan (the "Plans") provided that:

1. Each insider shall file by March 1 of each year a report in the form prescribed by section 102 of the Act disclosing therein any increase not previously reported in the holdings of such insider of securities through the Plans during the twelve month period ending December 31 preceding such date; and
2. If any insider should dispose of securities acquired through the Plans prior to reporting the acquisition thereof, such insider shall file a report in accordance with section 102 of the Act disclosing therein both the acquisition and disposition of such securities.

February 22nd, 1985.

"John F. Leybourne"

2.17 CCL INDUSTRIES INC.

IN THE MATTER OF THE SECURITIES ACT,
R.S.O. 1980, CHAPTER 466

AND

IN THE MATTER CCL INDUSTRIES INC.

ORDER

(Section 117(2)(a)(ii))

UPON the application of CCL INDUSTRIES INC. (the "Issuer"), a Company incorporated under the laws of Canada, to the Ontario Securities Commission (the "Commission") pursuant to section 117(2)(a)(ii) of the Securities Act, R.S.O. 1980, c.466, (the "Act");

AND UPON the Commission, pursuant to section 6 of the Act, having assigned to me the power to make an Order under section 117(2)a of the Act;

AND UPON being satisfied in the circumstances of this particular case that there is adequate justification for so doing;

IT IS ORDERED pursuant to section 117(2)(a)(ii) of the Act that the insiders of the Issuer be and hereby are exempted from the reporting requirements of section 102 of the Act with respect to the acquisition of securities of the Issuer through its Employee Share Purchase Plan (the "Plan") provided that:

1. Each insider shall file by January 31 of each year a report in the form prescribed by section 102 of the Act disclosing therein any increase not previously reported in the holdings of such insider of securities through the Plan during the twelve month period ending December 31 preceding such date; and
2. If any insider should dispose of securities acquired through the Plan prior to reporting the acquisition thereof, such insider shall file a report in accordance with section 102 of the Act disclosing therein both the acquisition and disposition of such securities.

February 22nd, 1985.

"John F. Leybourne"

2.18 CANADIAN TIRE CORPORATION, LIMITED

IN THE MATTER OF THE SECURITIES ACT,
R.S.O. 1980, CHAPTER 466

AND

IN THE MATTER CANADIAN TIRE CORPORATION, LIMITED

ORDER

(Section 117(2)(a)(ii))

UPON the application of CANADIAN TIRE CORPORATION, LIMITED (the "Issuer"), a Company incorporated under the laws of Ontario to the Ontario Securities Commission (the "Commission") pursuant to section 117(2)(a)(ii) of the Securities Act, R.S.O. 1980, c.466, (the "Act");

AND UPON the Commission, pursuant to section 6 of the Act, having assigned to me the power to make an Order under section 117(2)a of the Act;

AND UPON being satisfied in the circumstances of this particular case that there is adequate justification for so doing;

IT IS ORDERED pursuant to section 117(2)(a)(ii) of the Act that the insiders of the Issuer be and hereby are exempted from the reporting requirements of section 102 of the Act with respect to the acquisition of securities of the Issuer through its Dividend Reinvestment Plan and Stock Dividend Programme ("Shareholder Plans") provided that:

1. Each insider shall file by January 31 of each year a report in the form prescribed by section 102 of the Act disclosing therein any increase not previously reported in the holdings of such insider of securities through the Shareholder Plans during the twelve month period ending December 31 preceding such date; and
2. If any insider should dispose of securities acquired through the Shareholder Plans prior to reporting the acquisition thereof, such insider shall file a report in accordance with section 102 of the Act disclosing therein both the acquisition and disposition of such securities.

February 22nd, 1985.

"John F. Leybourne"

2.19 EXEMPT PURCHASERS

2.19.1 NEW VENTURE EQUITIES LTD.

EXEMPT PURCHASERS

NEW VENTURE EQUITIES LTD.

The Commission granted recognition to New Venture Equities Ltd. as an exempt purchaser under ss. 34(1)4 of the Securities Act, 1980, for the ensuing twelve months.

CHAPTER 3

REASONS: DECISIONS, ORDERS, RULINGS (NIL)

THERE IS NO MATERIAL FOR THIS CHAPTER

IN THIS ISSUE

CHAPTER 4

CEASE TRADING ORDERS - SECTION 123

4.1 TEMPORARY CEASE TRADING ORDERS

4.1.1 FIRST UNITED CAPITAL INC.

FIRST UNITED CAPITAL INC.

Temporary cease trading order issued February 25, 1985, for failure to make statutory filings. Statutory hearing March 11, 1985, at 10:00 a.m.

4.1.2 THE PIZZA HOTLINE OF TORONTO INC. ET AL

IN THE MATTER OF THE SECURITIES ACT,
R.S.O. 1980, CHAPTER 466

AND

IN THE MATTER OF THE PIZZA HOTLINE OF TORONTO INC.

AND

IN THE MATTER OF PIZZA HOTLINE LIMITED PARTNERSHIP

TEMPORARY ORDER
(Section 123(3))

UPON the Ontario Securities Commission (the "Commission") being of the opinion that it is in the public interest to make this Order;

AND UPON the Commission also being of the opinion that the length of time required for a hearing could be prejudicial to the public interest;

IT IS ORDERED pursuant to subsection 123(3) of the Securities Act, R.S.O. 1980, c.466 that all trading in securities of THE PIZZA HOTLINE OF TORONTO INC. and PIZZA HOTLINE LIMITED PARTNERSHIP shall cease for a period of 15 days from the date hereof.

February 11th, 1985.

"Peter J. Dey"

"R. J. Kane"

4.2 RESCINDING ORDERS

4.2.1 BBC-RI SERVICES LTD.

BBC-RI SERVICES LTD.

The cease trading order dated February 8, 1985, was rescinded February 22, 1985, the company being now up-to-date with its filings.

4.3 EXTENDING ORDERS

4.3.1 THE PIZZA HOTLINE OF TORONTO INC.

IN THE MATTER OF THE SECURITIES ACT,
R.S.O. 1980, CHAPTER 466

AND

IN THE MATTER OF THE PIZZA HOTLINE OF TORONTO INC.

AND

IN THE MATTER OF PIZZA HOTLINE LIMITED PARTNERSHIP

EXTENDING ORDER
(Section 123(3))

WHEREAS the Ontario Securities Commission (the "Commission") issued a temporary order dated February 11, 1985 (the "Temporary Order") pursuant to section 123(3) of the Securities Act, R.S.O. 1980, c.466 (the "Act") that all trading in securities of THE PIZZA HOTLINE OF TORONTO INC. ("Pizza Hotline") and PIZZA HOTLINE LIMITED PARTNERSHIP ("Partnership") cease for a period of fifteen days from the date thereof;

AND WHEREAS satisfactory information with respect to advertisements inviting members of the public to become limited partners in a "Metro-Wide operating network for computerized pizza delivery service which appeared in the Toronto Star and the Globe & Mail newspaper, has not been provided to the Commission;

AND WHEREAS Pizza Hotline and Partnership have consented to the extension of the Temporary Order on the terms and conditions set out herein;

AND UPON the Commission having formed the opinion that to do so is in the public interest;

NOW THEREFORE IT IS ORDERED pursuant to subsection 123(3) of the Act that the Temporary Order be and it is hereby continued and extended and shall remain in full force and effect until such time as satisfactory information has been received by the Commission and the Commission has ordered that the Temporary Order be revoked or varied.

February 26th, 1985.

"Peter J. Dey"

"J. W. Blain"

CHAPTER 5

POLICIES

5.1 SECURITIES ADVISORY COMMITTEE TO THE OSC

A. General

1. The Commission has established a Committee to be called the Securities Advisory Committee to the OSC (the "Committee").

B. Terms of Reference

1. The Committee will:
 - (i) where considered appropriate by the Commission, review and comment on proposed amendments to the Securities Act and Regulations, and on OSC Policy Statements and amendments thereto prior to publication for comment, or, where the change is to be effective on publication, prior to finalization;
 - (ii) review and comment on such other matters as the Commission may request; and
 - (iii) report to the Commission, at least annually, on the Committee's initiative, as to issues that the Committee considers should be addressed by the Commission.
2. Where a matter is to be submitted to the Committee for review and comment under subsection 1(i) above, the staff members involved in the preparation of the proposal (e.g., Corporate Finance, Enforcement, Legal Advisor) will provide a draft version of the proposal to the Committee prior to its consideration by the Commission. Staff will not be bound by any comments made by the Committee. However, where there is a fundamental difference of opinion, the views of the Committee will be made known to the Commission by staff.
3. The Legal Advisor to the Commission will serve as the general liaison between the Committee and the Commission although staff will work directly with the Committee on particular policies as indicated in the preceding paragraph.

C. Composition

1. The Committee will consist of nine members. The Commission will publish by notice in its Bulletin from time to time changes in its membership.

2. Committee members will be appointed by the Commission from time to time on the advice of the Committee from Ontario securities practitioners wishing to serve on the Committee. Securities practitioners in Ontario wishing to serve on the Committee should indicate their interest in writing to the Legal Advisor to the Commission.
3. The Committee members will serve for three year terms that will be staggered so that the terms of one-third of the members will expire each year on March 1, commencing in 1986. The three year term will provide continuity while allowing new members to join the Committee from time to time.
4. The Committee will select one member as Chairman of the Committee.
5. Committee members must have a good working knowledge of the Securities Act (Ontario), the regulations thereunder and the National, Uniform Act and Ontario Policy Statements. The Commission will strive to ensure that the Committee is representative of the various areas of practice within securities law, where input to the Commission is not otherwise regularly received through industry associations.

CHAPTER 6
REQUESTS FOR COMMENTS

6.1 PROPOSED NATIONAL POLICY STATEMENT TAKE-OVER BIDS

6.1.1 RECIPROCAL CEASE TRADING ORDERS

Proposed National Policy Statement

Take-Over Bids:

Reciprocal Cease Trading Orders

Several take-over bids in Canada have been effected on the basis of the offer being made to all shareholders resident in one or more provinces in accordance with the take-over bid rules in force in those provinces, but not being made to shareholders resident in one or more other provinces.

Each of the securities acts in Canada which govern take-over bids embodies the principle of equal treatment of shareholders of the same class of a target company. Thus, the take-over rules in each province, where enacted, require the offer to be made to all holders of the class of shares sought whose address as listed on the books of the target company is in the province. However, where no transaction occurs in the province the application of that province's take-over rules is not triggered and hence an offeror is not in breach of the local securities law should it choose not to make any offer in that province.

The Commission is concerned that the failure to make a bid in one or more provinces which is made generally in other provinces is prejudicial to the interests of offeree shareholders whose address on the books of the target company is in the excluded province(s). This practice is disruptive of the existing framework of securities regulation in Canada, which should ensure that all holders of shares of the target company are treated equally, regardless of the province in which they are resident.

The Commission has had discussions with representatives of other Canadian securities administrators concerning whether reciprocal action on behalf of such administrators is appropriate to regulate take-over bids made in the foregoing manner. As part of this process, the Commission is now requesting comments from interested parties concerning whether the Commission, in conjunction with the other Canadian securities administrators, should issue a National Policy Statement outlining the positions of the administrators on these matters.

The proposed National Policy Statement would state that where a take-over bid is made in some provinces, but is not made in one or more other provinces, the administrators in the provinces in which the bid is made may issue cease

trading orders in respect of the bid. The administrators will generally not issue a cease trading order without providing the offeror with an opportunity to address whether the offer offends the principles of the proposed policy. The proposed National Policy Statement would also provide that:

- (a) the proposed policy statement would not be invoked to compel compliance with laws other than securities laws of a province in which the offeror did not propose to make the bid;
- (b) an offeror may apply for an exemption from the policy statement from the administrator(s) in the province(s) in which it is proposing not to make the bid, and, upon the administrators in the provinces where the bid will be made receiving confirmation that exemptions have been granted by the administrators in all provinces where the bid will not be made, cease trading orders will not issue; and
- (c) the proposed policy statement would not apply where a bid is not made in a province where there is a minimal number of shareholders.

Comments on all aspects of the foregoing proposal are requested in order to assist the Commission in its development of a policy on these issues and its discussion with other Canadian securities administrators. Twenty-five copies of each comment letter should be sent on or before April 15, 1985, addressed to:

Julie-Luce B. Farrell
Secretary
Ontario Securities Commission
Suite 1800
20 Queen Street West
Toronto, Ontario
M5S 3S8

The Commission will provide copies of comments received to other interested securities administrators in Canada.

6.2 DISTRIBUTION OF INFORMATION TO BENEFICIAL SHAREHOLDERS

DISTRIBUTION OF INFORMATION TO BENEFICIAL
OWNERS OF NOMINEE HELD SECURITIES

The following insert is a Request for Comments on Distribution of Information to Beneficial Owners of Nominee Held Securities.

REQUEST FOR COMMENTS

DISTRIBUTION OF INFORMATION TO BENEFICIAL OWNERS OF NOMINEE
HELD SECURITIES

SUMMARY

The following request for comments discusses proposed amendments to section 48 of the Securities Act designed to improve the process of distribution of information to beneficial shareholders whose shares are registered in nominee name.

Principal Problems with the System

The principal problems with the present system of information dissemination are:

1. Section 48 applies only to proxy solicitation material and not to other important communications such as interim financial statements and take-over bid circulars. The distribution of non-proxy communications depends on the voluntary co-operation of the various intermediaries whose willingness to co-operate varies, resulting in an uneven and unreliable distribution system.
2. Only registrants under the Securities Act and custodians of securities issued by mutual funds are subject to the obligation to forward material to beneficial shareholders. Certain significant links in the information distribution chain, such as The Canadian Depository for Securities Limited ("CDS"), trustees and banks performing securities safekeeping functions, are excluded from both the statutory obligation to forward material and the right to require issuers to provide them with sufficient copies of material to furnish to their customers.
3. Section 48 does not contemplate the layering of nominee shareholders between an issuer and a beneficial owner; nor does it recognize the role of CDS as a nominee for other intermediaries.
4. The obligation of the registrant or custodian to forward shareholder communications is contingent upon the issuer or the beneficial owner having agreed to pay the associated costs. Charges levied by different intermediaries vary significantly and many issuers consider them excessive.

5. Because of the time constraints of the proxy solicitation process, the failure of an issuer or intermediary to act promptly at any step in the distribution process results in beneficial owners receiving proxy material too late to enable them to participate in decisions made at a shareholders' meeting.

Principal Proposals

The proposed amendments to section 48 reflect the following tentative views of the Commission as to how these and other concerns should be approached:

1. The costs of distributing information to beneficial shareholders should be borne by issuers or, in the case of non-issuer communications such as take-over bid circulars, by the senders of such communications. The self-regulatory organizations of which intermediaries are members should consider providing guidance as to fair and reasonable rates to be charged by their members for forwarding shareholder communications.

2. Issuers should not have access, as of right, to the identities of beneficial shareholders, but the regulatory scheme should be sufficiently flexible to permit issuers to communicate directly with non-objecting recorded holders, including beneficial owners, if intermediaries are willing to disclose voluntarily the identities of their clients.

3. The obligation to forward shareholder communications should extend beyond registrants and custodians of securities issued by mutual funds to the broader range of financial and market intermediaries which hold securities on behalf of beneficial shareholders.

4. The regulatory scheme should facilitate communications by issuers, by offerors making take-over bids and by dissident shareholders conducting competing proxy solicitations with beneficial shareholders. Accordingly, the class of shareholder communications required to be forwarded by intermediaries to beneficial owners should be enlarged to include not only management proxy solicitation material but any material that is required by law to be sent to shareholders. In addition, issuers should have the right to require intermediaries to forward non-mandatory communications, such as company newsletters, to their beneficial shareholders.

5. Beneficial shareholders should be entitled to waive the right to receive material.

Proposed Amendments to Section 48

The proposed amendments to section 48 are intended to ensure that the beneficial owners of securities registered in nominee name receive all material required by law to be sent to registered security holders.

The proposal represents one possible approach to the problem of communication with beneficial shareholders; a number of alternative solutions are canvassed in the following request for comments. The proposed amendments are being published in order to provoke discussion of the various solutions and do not represent the final views of the Commission.

REQUEST FOR COMMENTS

Background

Issuers, shareholders and others have expressed to the Commission their concerns as to the difficulties encountered by issuers in attempting to distribute corporate communications to beneficial shareholders whose shares are registered in the names of brokers, banks, trust companies or other nominees. The problem stems from the practice of nominee registration, that is, the registration of securities held by financial and market intermediaries for the accounts of their customers in the name of an entity other than the beneficial owner. Where shares are registered in the name of a nominee, the identity of the beneficial owner is unknown to the issuer, and an issuer who wishes to communicate with its beneficial shareholders must rely on the nominees to distribute the information.

Nominee registration is not a new phenomenon. Its utility as a means of facilitating transfers of stock, reducing routine transfers of record ownership, permitting securities to be used as security for margin accounts and providing anonymity to shareholders has long been recognized by the securities industry and investors. What is new is the extent of nominee registration, the layering of recorded ownership, and the emergence of a clear trend towards an increasing proportion of securities being registered in the names of nominees rather than in the names of beneficial owners. Factors giving rise to this trend include the growth of intermediary services for asset management under investment plans such as RRSP's and indexed security investment plans where the beneficial owner can participate only through a trustee. In addition, increasing activity of banks in acting as conduits for brokerage transactions by bank customers will likely increase the number of securities left in safekeeping with the banks and registered in the name of the banks' nominees.

The most significant factor is the advent and growth of The Canadian Depository for Securities Limited ("CDS") which has interposed another layer of recorded ownership between issuers and beneficial shareholders. CDS, by registering and holding its participants' securities in the name of CDS's nominee, CDS & CO., is able to effect deliveries of securities in its electronic ledger system by computerized entry without the movement of certificates or transfer of record ownership. In order to settle transactions by book entry through a securities depository the securities must be registered in nominee name. Most of the stocks listed on The Toronto Stock Exchange and the Montreal Exchange are included in CDS's book-based system. According to CDS, the percentage of issued and outstanding eligible securities deposited with CDS grew from 5.1 per cent to 13.35 per cent during 1983 and is expected to increase to over 50 per cent. This growth in depository holdings has had and will continue to have a significant impact on the nominee registration system.

Where CDS is a shareholder of record, shareholder communications typically must pass from the issuer to its transfer agent to CDS, from CDS to the participants in the CDS system and from these participants to the beneficial shareholders. If the communication relates to a meeting of shareholders, the voting instructions of the beneficial shareholders must then be obtained and proxies returned to the issuer - all within a period as short as twenty-one days. If the communication relates to something other than a shareholders' meeting, the distribution process depends entirely on the voluntary co-operation of the various intermediaries since intermediaries are not presently subject to any statutory obligation to forward such communications. Many issuers have advised the Commission that the willingness of intermediaries to co-operate varies and that intermediaries' practices relating to the distribution of non-proxy communications to beneficial owners are inconsistent, resulting in an uneven and unreliable distribution system.

The consensus among issuers and others is that the proxy solicitation and information dissemination processes are not functioning adequately in instances where securities are held in nominee name. Views as to how the processes ought to be improved are, however, diverse. The Commission's approach to the problem is based on two fundamental premises. First, the Commission regards it as essential that the statutory disclosure scheme, designed to result in the generation of information, be buttressed by an adequate scheme to facilitate the distribution of such information to shareholders in a timely and cost-efficient manner. Secondly, the Commission is of the view that there are no legitimate public policy grounds for distinguishing between beneficial and registered shareholders in respect of their entitlement to receive corporate communications.

Inadequacies in the Regulation of the Distribution Process

Subsection 48(2) of the Securities Act (the "Act") requires registrants and custodians, upon receipt of a notice of a shareholders' meeting, and where the name and address of the beneficial owner of securities registered in the name of the registrant or custodian are known, to send to each beneficial owner a copy of the notice, financial statement, information circular or other material, provided the issuer or the beneficial owner has agreed to pay the reasonable costs to be incurred by the registrant or custodian in so doing. Subsection 48(3) requires the issuer to supply, at the registrant's or custodian's request, the requisite number of copies of the material.

Perceived inadequacies in the distribution scheme contemplated by section 48 include the following:

1. Subsection 48(2) requires information to be sent to beneficial shareholders only where it is accompanied by a notice of a shareholders' meeting. This limits communications to beneficial shareholders in many cases to once a year and results in the exclusion of holders of non-voting securities (other than holders of restricted shares who are brought into the information distribution scheme by O.S.C. Policy 1.3). Moreover, important shareholder communications such as take-over bid circulars and interim financial statements are not required to be forwarded to beneficial shareholders by intermediaries unless they are accompanied by a notice of meeting.
2. Only registrants under the Act and "custodians" - defined narrowly as custodians of securities issued by mutual funds held for the benefit of plan holders - are subject to the obligation to forward proxy materials to beneficial shareholders. Certain very significant links in the information distribution chain are omitted, for example, trustees, other types of custodians and CDS. (CDS has, however, established systems to deliver proxy materials to its participants, and participants in CDS are required by the Commission to undertake in writing to the Commission to distribute to security holders proxy material, take-over and issuer bid circulars and other similar material.)
3. Section 48 does not contemplate more than one nominee shareholder between an issuer and a beneficial owner.
4. Because CDS is neither a registrant nor a custodian as defined it is not entitled under subsection 48(3) to require issuers to provide CDS with copies of material to forward to CDS's participants.

5. The obligation of the registrant or custodian to forward material to beneficial shareholders is contingent upon the issuer or the beneficial owner having agreed to pay the associated costs. The Commission is advised that the charges vary significantly from \$1.00 to \$7.00 per security per mailing plus postage.
6. Under the Ontario Business Corporations Act, notice of a shareholders' meeting can be given as little as twenty-one days prior to the meeting. Within this time frame, intermediaries must determine and advise the issuer of the number of sets of proxy materials required for distribution to beneficial holders, materials must be forwarded down the chain of intermediaries to the beneficial shareholders, voting instructions must be obtained by the intermediaries and proxies must be returned to the issuer. Adherence to the minimum time periods makes it difficult to complete the proxy solicitation process prior to the meeting date. The problem is more acute where a record date for the meeting is not fixed since this eliminates the lead time necessary to set in motion the procedures for determining the number of beneficial shareholders underlying the registered holders and hence the number of copies of proxy material required to be printed.

Other difficulties reported to the Commission relate less to the regulation of the distribution process than to its operation. For example, even where section 48 requires the dissemination of material, issuers report their frustration in being unable to verify that proxy materials have actually been forwarded through the chain of intermediaries to the beneficial shareholders. Where a proxy solicitation results in a low proxy return rate, issuers may suspect that beneficial owners did not receive the materials and, accordingly, resent reimbursing registrants for the costs of the mailing. Other impediments to the efficient operation of the distribution process include the failure of intermediaries to request proxy materials far enough in advance of a meeting, the failure of issuers to supply the materials in a timely manner or to provide sufficient quantities of materials and the inability of issuers to estimate the number of copies of material required for distribution.

In response to these concerns, the Commission proposes substantial amendments to section 48 of the Act.

Principal Issues

In designing a legal framework for an improved information distribution scheme, the Commission considered a myriad of issues, a number of which are raised in the commentary which follows this part. Two of those issues merit separate consideration; these are the question of direct communication by issuers with their beneficial shareholders and the matter of the costs related to information distribution.

1. Direct communication by issuers with beneficial shareholders

A number of issuers have urged the Commission to adopt a rule similar to that recently adopted in the United States which would allow direct contact between issuers and beneficial shareholders. SEC Rule 14(b)-1(c) requires brokers to disclose to issuers the names, addresses and securities positions of consenting beneficial shareholders and restricts the issuer's use of the information to corporate communication purposes. Issuers are required to pay the brokers' reasonable expenses, both direct and indirect, incurred in compiling and furnishing the information. The Rule is intended to augment, not replace, the SEC's proxy distribution rules

"... by permitting issuers to contact such security holders to determine whether they have received proxy materials and to urge them to vote their shares, and for other incidental purposes, such as the dissemination of interim reports and other shareholder communications". (Exchange Act Release No. 20021).

The adoption of the Rule was opposed by banks and brokers, and its implementation has been delayed until January 1, 1986 pending resolution of a number of outstanding concerns. Principal among these is the application of the Rule to U.S. banks which hold approximately 70 percent of shares registered in nominee name in the United States. The SEC is presently pursuing legislation that would enable it to extend the Rule to banks.

Many issuers assert that the implementation of a similar rule in Ontario would significantly improve issuer-shareholder communications by giving issuers control of the information distribution process and by reducing the time required to complete the process. In the view of some, direct communication would, in the long run, also be the least costly alternative. Representatives of the dealer community and others strenuously oppose this approach on the grounds that it would jeopardize the confidentiality of customer lists, a valuable asset of investment dealers, and would impose significant costs on intermediaries, both in the start-up phase and on an ongoing basis.

An alternative, though similar, approach is contained in the Proposals for a Securities Market Law for Canada (Philip Anisman, ed.)(the "Federal Proposals"). In summary, the Federal Proposals would require a "securities firm" which is a participant in CDS or other clearing corporation to furnish the clearing corporation or the issuer with a list of beneficial owners. If a securities firm fails to provide such a list, it must obtain from the issuer the material which the issuer wishes to distribute and send the material, at its own expense, to the beneficial owners. In order to preserve the

confidentiality of the securities firms' customer lists, the Federal Proposals would require the clearing corporation to consolidate the lists of beneficial owners received by it in a form that precludes association of a beneficial owner with a participant before sending the lists to an issuer.

The Commission welcomes comments on the question whether issuers should have access to the identities of beneficial owners and whether a direct communication system of the type contemplated by SEC Rule 14(b)-1(a) or the Federal Proposals is desirable and feasible. The approach taken in the proposed amendments to section 48 reflects what the Commission believes is a compromise between the opposing views of the issuer and intermediary communities. Clause 48(4)(b) creates an optional direct communication procedure. Although designed primarily to facilitate CDS's "Proxy Attorney System" which enables issuers to communicate directly with CDS participants, it has the potential to form the basis of a direct communication system equivalent to that created by SEC Rule 14(b)-1(c) if intermediaries are willing to disclose voluntarily the client information referred to in clause 48(4)(b).

2. Costs of distribution

It is clear that there will be additional costs associated with the distribution scheme under the proposed amendments to section 48, if for no other reason than that both the class of communications required to be sent to beneficial shareholders and the category of persons subject to an obligation to transmit material are enlarged. The difficult questions relate to the allocation of the cost burden and to whether the costs should be regulated.

On the subject of cost allocation, the Commission is inclined to reject the view, presently embodied in existing section 48, that beneficial owners should bear any portion of the cost. As between issuers and intermediaries, should the costs of distribution be borne entirely by the former, or should they be borne in part by intermediaries? Those who support a sharing of the costs assert that a significant portion of the costs of distribution are the result of the increasing use of street form and nominee registration and transaction-settlement through securities depositories, practices which have evolved, it is argued, primarily for the convenience of intermediaries. It has also been suggested that if intermediaries object to the creation of a direct communication system, they should bear the incremental costs associated with routing information through the tiers of intermediaries. Indirectly, the Federal Proposals discussed above reflect this view. Proponents of the view that issuers should bear the cost of disseminating shareholder communications assert that the nominee registration system and the operation of CDS's book-based system, which is financed by intermediaries, have resulted in considerable savings to issuers.

The proposed amendments to section 48, which would require issuers to pay intermediaries' "reasonable costs" of sending material, reflect the Commission's impression that the majority of issuers object less to bearing the costs of distribution than to

- . the quantum of such costs;
- . the significant variations in charges levied by different intermediaries for the same service; and
- . the obligation to pay such costs without any assurance that material provided is actually transmitted to and received by beneficial shareholders.

Solutions to these concerns may have to be addressed in the Securities Act, the Regulations or in the rules of The Toronto Stock Exchange and other self-regulatory organizations. For example, the first two concerns may be met by self-regulatory organizations adopting a rule similar to Rule 451.90 of the New York Stock Exchange which establishes a suggested tariff of "fair and reasonable rates of reimbursement" of costs incurred by brokers in disseminating shareholder communications. The tariff is not mandatory and the rates are subject to negotiation between issuers and brokers. The broker is permitted to charge less than the suggested amount but must obtain the agreement of the issuer if a higher rate is intended to be charged or additional services are to be performed. Although intermediaries which are not members of the self-regulatory organization would not be bound, the expectation is that non-members would voluntarily adhere to the tariff as being a standard of what is reasonable. Alternatively, it has been suggested that the materials distribution function be performed by a single entity subject to the Commission's jurisdiction whose fees could be regulated so as to limit it to a utility rate of return in order to ensure the widest possible access to the service. Comment on these issues is encouraged.

Proposed Amendment to Section 48

The proposed amendments to section 48 have been developed by staff of the Commission in consultation with the Committee on Effective Shareholder Communication, a committee representing public companies, trust companies, banks, investment dealers, CDS and The Toronto Stock Exchange which was formed in November, 1984 to examine the matter of shareholder communications. While the proposed amendments do not entirely reflect the views of the committee, the committee is in substantial agreement with the Commission's recommendations. The Commission acknowledges with thanks the committee's assistance and welcomes its further comments in response to this request for comments.

The purpose of the proposed amendments to section 48 of the Act is to facilitate communications by issuers, offerors making take-over bids and dissident shareholders conducting competing proxy solicitations with beneficial shareholders. The proposed draft is intended to ensure that the beneficial owners of securities registered in nominee name receive all material required by law to be sent to registered security holders. The mechanism for achieving this result is to establish a chain of intermediaries between an issuer of securities and the ultimate beneficial owner. The section imposes an obligation on each intermediary holding securities on behalf of another person or company to forward material received by it to each person or company for which it holds the securities. Where the recipient is itself an intermediary holding securities on behalf of another, it too will be subject to the obligation to forward material to the next link in the chain and so on until the material reaches the beneficial owner.

Commentary on Proposed Section 48

1. Persons obliged to forward materials

All "intermediaries" are subject to the obligation to forward materials to their clients, the "recorded holders". The term "intermediaries" is defined broadly to include

- registrants, that is, dealers and others registered under the Act.
- custodians holding securities pursuant to a custodial agreement. This would include, for example, banks and trust companies performing securities safekeeping functions for customers.
- recognized clearing corporations. This will bring CDS within the scheme of section 48.
- trustees of stock dividend plans, employees' stock purchase plans and other similar plans, and trustees of self-administered RRSP's, ISIP's and other similar self-administered plans registered under the Income Tax Act.

An intermediary will receive shareholder communications in one or more of three capacities: as a registered shareholder, as a "recorded holder" or as an agent for the beneficial shareholder. As a registered shareholder, the intermediary will itself be registered on the books or records of the issuer and will receive communications directly from the issuer or other sender. This issuer-to-registered shareholder relationship is the most straightforward and commonplace.

As a recorded holder, the intermediary will have lodged securities, received from its clients, with another intermediary which may (or may not) be the registered holder. This situation may arise where, for reasons of security or convenience, intermediaries deposit securities with a central depository or where intermediaries in remote areas or foreign countries lodge clients' securities with a domestic intermediary in a financial centre. For example, an investment dealer holding clients' securities as security for margin accounts may deposit the securities in its depository account maintained with CDS by having them transferred into CDS's nominee name. On the books of the issuer of those securities, CDS & CO. will be shown as the registered shareholder. CDS's records will show the investment dealer as the "recorded holder" and the investment dealer's records will identify the various beneficial owners. The investment dealer will thus receive shareholder communications in its capacity as a recorded holder.

Thirdly, an intermediary may receive communications as an agent for the beneficial owners. This situation will arise where the intermediary holds security certificates in "street form", that is, in the name of a registered holder who has endorsed the certificate and delivered it to the intermediary. If this security were the only certificate of that issuer held by the intermediary, the intermediary might not receive any proxy or other material, since the chain from issuer to registered holder to beneficial owner would have been broken. In this case, there would be no obligation upon the intermediary to forward material. Usually, however, the intermediary will also be a registered holder or recorded holder in respect of other certificates of the same security and will receive the issuer's material in those other capacities. In this event, the intermediary's obligation to forward the material will apply equally to the securities held, whether in street form or otherwise, as agent for the beneficial owner.

Under subclause 48(1)(a)(v), a trustee holding a security pursuant to a self-administered RRSP, ISIP, education savings plan or other similar self-administered plan is deemed an intermediary and is hence required to forward shareholder communications to the beneficial owners of the securities held in such plans. However, most standard form agreements establishing such plans contain provisions waiving the plan holders right to receive shareholder communications; others go further and state that if the plan holder wishes to receive such communications he will be charged a fee. Waivers will be specifically permitted by clause 48(4)(a) of the proposed draft. The Commission is concerned that it may be inappropriate to permit waiver in respect of these plans, where

the investor is directing the plan's investments and accordingly needs the information and where the waiver provision is inconspicuous and contained in a standard form agreement which, for all practical purposes, the investor has no opportunity to negotiate. The Commission is contemplating overriding such waivers by statute and invites comments on the issue.

2. Materials required to be forwarded

Draft section 48 establishes two different distribution schemes for two different classes of shareholder communications. From the issuer's perspective, one scheme is mandatory and the other elective. The mandatory scheme, contemplated by subsection 48(2), applies to "any material that is required by law to be sent by any person or company to holders in Ontario." Material "required by law to be sent" to shareholders includes both issuer and non-issuer communications, as shown by the following table setting out examples of the most common types of communications.

TYPE OF COMMUNICATION	REQUIREMENT TO SEND
<u>ISSUER COMMUNICATIONS</u>	
Interim Financial Statements	s.78 Securities Act
Issuer Bid Circular	s.89(1)1; 95(1) Securities Act
Management Proxy Solicitation Material	s.85(1)(a) Securities Act
Directors' Circular	s.96(1) Securities Act
Director's or Officer's Circular (arguably, only if submitted to board within the time periods referred to in s.96(7))	s.96(7) Securities Act
<u>NON-ISSUER COMMUNICATIONS</u>	
Take-Over Bid Circular	s.89(1)1; 94(1) Securities Act
Dissident Proxy Circular	s.85(1)(b) Securities Act

The obligations under subsection 48(5) to provide sufficient copies of the material to the intermediaries and under subsection 48(6) to pay the intermediaries' costs will fall upon the issuer or the other sender, as the case may be.

Subsection 48(3) establishes an elective distribution scheme, available to issuers only, which can be used to distribute non-mandatory communications, such as company newsletters, to beneficial shareholders. The procedure is commenced by the issuer notifying intermediaries of its intention to distribute material to its beneficial shareholders. Once notified, intermediaries are obligated under subsection 48(3) to forward the material received from the issuer to the beneficial shareholders. The procedure contemplated by this subsection will be particularly useful to oil and gas issuers sending requests for share ownership information for the purposes of measuring Canadian Ownership Rate as required under petroleum incentives legislation. Subsection 48(3) coupled with clause 48(7)(b) should assist an issuer in ascertaining its COR as at the issuer's specified COR measurement date.

As noted above, the availability of the elective distribution procedure is expressly confined to issuers. It is the Commission's view that it would be undesirable to burden the distribution system with non-mandatory third party communications.

3. Issuers' obligation

Proposed section 48 operates by imposing the information distribution obligation upon intermediaries. It is thus primarily the intermediaries' responsibility to determine the numbers of copies of material required and to ensure that the material is sent to each recorded holder. This is in contrast to the U.S. scheme contemplated by the SEC Rule 14a-3(d) which imposes the obligation upon the issuer, where it knows that securities of a class entitled to vote at a meeting are held by an intermediary, to enquire of such intermediary whether other persons are the beneficial owners of such securities and, if so, the number of copies of material necessary to supply the beneficial owners. Under proposed section 48, the issuer's obligation is a secondary one: to provide intermediaries, at their request, with sufficient copies of material and, most significantly, to reimburse intermediaries for the costs incurred in sending the materials. It should be noted that section 48 is applicable to both reporting issuers and non-reporting issuers.

4. Persons entitled to receive communications

The obligation imposed on intermediaries at each tier is to send material to each recorded holder shown on the intermediaries' records. The recorded holder will be either the next intermediary in the chain or the ultimate recipient,

the beneficial owner. Two issues arise in connection with the definition of persons entitled to receive shareholder communications.

First, is it necessary or desirable to define the term "beneficial owner"? The Commission's preliminary view is that it is not. The concept has a long-established, if imprecise, meaning at common law and would appear to be incapable of definition in a way that affords both the precision and flexibility necessary to apply the concept to the variety of interests and rights that may exist in respect of a security. In the Commission's view, it is best left to intermediaries and their advisors to determine on a case-by-case basis whether a particular type of interest amounts in law to beneficial ownership.

The second issue is whether intermediaries should be required to deliver material (and issuers required to pay for such delivery) to intermediaries and beneficial owners resident outside of Ontario. Under the mandatory scheme prescribed in subsection 48(2), once it is determined that material is material "that is required by law to be sent... to holders in Ontario" the intermediary's obligation is to forward that material to all recorded holders whether in Ontario or not. The class of intended recipients under subsection 48(3) is similarly unrestricted. If the recorded holder is a beneficial owner, it will be entitled to receive material regardless of its jurisdiction of residence; if the recorded holder is an intermediary that is not in Ontario and is not otherwise subject to the Securities Act, the chain of forwarding obligations will be broken and the ultimate beneficial owner may not receive the material.

This potential for breaks in the distribution scheme points up the need for uniform statutory requirements for the distribution of information to beneficial shareholders across Canada. Absent uniform legislation, intermediaries outside Ontario receiving material from Ontario intermediaries or Ontario issuers will have no obligation to forward material to beneficial shareholders, and Ontario intermediaries may be unable to require non-Ontario issuers to provide sufficient copies of material and pay distribution costs to enable Ontario intermediaries to comply with their obligations under section 48.

The Commission welcomes comments on these issues.

5. Waiver of right to receive material

The effect of clause 48(4)(a) is to relieve an intermediary of the obligation to forward material where the beneficial owner has waived the right to receive material by notice in writing. An intermediary cannot itself waive the right to receive material unless the holders on whose behalf it is holding the relevant security have also waived the right to receive the material.

In refining the statutory right of waiver a number of questions may need to be addressed in the draft legislation, in the Regulations or in the rules of The Toronto Stock Exchange and other self-regulatory organizations:

- (1) Should waiver provisions contained in account-opening forms, bank custody agreements, trust agreements establishing self-administered plans of the type referred to in sub-clause 48(1)(a)(v) and other standard form agreements be required to be conspicuous?
- (2) Should intermediaries be required to explain the effect of the waiver provisions to their customers and provide customers with the option of deleting the provision?
- (3) Should there be a requirement that waivers expire unless renewed at some specified interval?
- (4) Should the right of waiver be confined to the non-mandatory information contemplated by subsection 48(3), or should it extend to take-over bid circulars and other material required by law to be sent to shareholders?

The Commission invites comments on these questions.

6. Direct communication

Clause 48(4)(b) relieves an intermediary of the obligation to forward material in circumstances where the intermediary provides a list of recorded holders to the issuer or other sender, and the issuer or other sender undertakes to deliver material to such recorded holders.

As discussed above under the heading "Principal Issues", this amendment is designed primarily to accommodate CDS' Proxy Attorney Service which enables issuers to "look through" the fact of CDS & Co. registration and deal directly with CDS participants. Under the Proxy Attorney Service, CDS forwards a notice of shareholders' meeting to its participants upon being informed of the record and meeting dates. CDS provides issuers and transfer agents, on a quarterly basis, with a list of the names and addresses of all CDS participants. This list enables issuers to send search cards directly to the participants on which the participants can indicate the number of sets of proxy material they require. The participants then obtain the material directly from the issuer or transfer agent. CDS will then prepare a computer generated list of the names and holdings of participants with positions in an issuer's securities as of the record date. This list, referred to as a "Holders of Record Report", is forwarded to the issuer along with an "Appointment of Proxy Attorney" which authorizes each participant, to the extent of the participant's position, to act as the proxy for CDS and to vote the securities. Each

participant is then notified by CDS of the number of shares for which an appointment of proxy in its favour has been executed and which has been forwarded to the issuer. Thereafter, each participant deals directly with the issuer without the further involvement of CDS. The participant will either tabulate voting instructions and send a single proxy to the issuer or issue individual proxies to the beneficial owners which can then be forwarded directly to the issuer.

The use of clause 48(4)(b) is not limited to CDS's Proxy Attorney Service. It can, as discussed above, be used to establish direct communication between issuers and beneficial owners who have not objected to the disclosure of their identities. Procedures for ascertaining whether beneficial owners object to disclosure and related problems will need to be addressed in the Regulations or in the rules of self-regulatory organizations.

7. Costs

As discussed under the heading "Principal Issues", the reasonable costs incurred by an intermediary in forwarding material are borne by the issuer or, in the case of non-issuer communications such as take-over bid circulars, by the sender of the material.

8. Date of determination of ownership

Subsection 48(7) sets out rules for determining the recorded holders to whom material must be sent. In the case of mandatory communications, the corporate or securities laws applicable to the issuer or other sender will specify the requirements for determining the record date for the determination of registered shareholders entitled to receive the particular communication. The effect of clause 48(7)(a) is to extend these rules to the determination of recorded holders, including beneficial owners, entitled to receive such communication. In the case of non-mandatory communications, the issuer is entitled under clause 48(7)(b) to specify the date for determining the recorded holders to whom the communication must be sent.

9. Voting of shares

The rules relating to the voting of shares by intermediaries set forth in subsections (8) and (9), while somewhat more complex, do not represent a significant departure in principle from current section 48. An intermediary is prohibited from voting securities registered in its name which it does not beneficially own unless it obtains voting instructions from the recorded owner. A second tier intermediary is similarly prohibited from providing voting instructions to a first tier intermediary in respect of shares recorded in the second tier intermediary's name unless it has

obtained voting instructions from the recorded holder shown on its records (typically, in the case of a second tier intermediary's records, the beneficial owner). As an alternative to obtaining voting instructions, an intermediary may simply deliver a signed proxy to the recorded holder. Clause 48(9)(c) provides a third alternative, available presently only to CDS, which is designed to accommodate CDS's Proxy Attorney Service. The clause permits CDS to deliver powers of attorney to its participants authorizing each participant to execute proxies on CDS's behalf limited to the number of securities held by CDS on behalf of the participant. This procedure is described in greater detail under item 6 "Direct communication".

Draft Section 48

48.(1) **Interpretation** .-- For the purposes of this section,

(a) "intermediary" means

- (i) a registrant or the nominee of a registrant;
- (ii) a custodian or the nominee of a custodian where the custodian holds a security pursuant to a custodial agreement or other arrangement;
- (iii) a clearing corporation or the nominee of a clearing corporation;
- (iv) a trustee or the nominee of a trustee where the trustee holds a security pursuant to a stock dividend or dividend reinvestment plan, employees' stock purchase plan or other similar plan; or
- (v) a trustee or the nominee of a trustee where the trustee holds a security pursuant to a self-administered retirement savings plan, education savings plan, indexed security investment plan or other similar self-administered savings or investment plan registered under the Income Tax Act (Canada)

who holds a security on behalf of another person or company; and

(b) "recorded holder" means a person or company shown on the books or records of an intermediary as a person or company on whose behalf the intermediary is holding a security and includes a beneficial owner of a security.

(2) **Delivery to recorded holders.** -- Subject to subsection (4), an intermediary that receives any material that is required by law to be sent by any person or company to holders in Ontario of securities of an issuer shall forthwith send or deliver a copy of the material to each recorded holder of the security.

(3) **Idem.** -- Subject to subsection (4), upon receipt of notice in writing from an issuer that the issuer wishes to send any written material to the beneficial owners of any class of its securities, an intermediary shall forthwith send or deliver a copy of the material to each recorded holder of a security of that class.

(4) **Exceptions.** -- An intermediary is not required to send or deliver any material referred to in subsection (2) or (3)

- (a) to a recorded holder of a security who waives the right to receive such material by notice in writing, but a recorded holder which is an intermediary may not waive the right to receive such material unless each recorded holder shown on the books or records of such intermediary has waived the right to receive such material by notice in writing; or
- (b) where the intermediary has provided to the issuer or other sender of the material the name and address of, and the number of securities held by, each recorded holder of the relevant security shown on the books or records of the intermediary who has not objected to disclosure of such information and the issuer or other sender of the material undertakes in writing to the intermediary to send or deliver such material to each such recorded holder.

(5) **Copies of information.** -- At the request of an intermediary, the issuer or other sender of the material referred to in subsection (2) or (3) shall forthwith furnish to it, at the expense of the issuer or other sender, the requisite number of copies of the material.

(6) **Costs** -- The reasonable costs incurred by an intermediary in sending or delivering material under subsection (2) or (3) shall be paid by the issuer or other sender of the material.

(7) **Date of determination of ownership** -- For the purpose of determining the recorded holders of a security of an issuer to whom material must be sent or delivered,

- (a) in the case of material referred to in subsection (2), the recorded holders shall be the recorded holders shown on the records of the intermediary as of the date determined in accordance with the laws applicable to the issuer or other sender of the material relating to the determination of security holders entitled to receive such material; and
- (b) in the case of any material referred to in subsection (3), the recorded holders shall be the recorded holders shown on the records of the intermediary as of the date specified by the issuer.

(8) **Security in name of intermediary not to be voted.** -- Subject to subsection (9), an intermediary shall not exercise any voting rights or give voting instructions to another intermediary in respect of a security that is not beneficially owned by it.

(9) **Voting of shares.** --An intermediary shall

- (a) vote or appoint a proxyholder to vote, or give voting instructions to another intermediary in respect of, any voting security that is not beneficially owned by it in accordance with any written voting instructions received from the recorded holder of the security; or
- (b) execute and send or deliver to the recorded holder a proxy enabling the recorded holder to vote the security; or
- (c) if the intermediary is a clearing corporation or the nominee of a clearing corporation, execute and deliver to the recorded holder a power of attorney appointing the recorded holder as its attorney for the purpose of executing a proxy and forthwith advise the issuer in writing of the name of the recorded holder so appointed and the number of securities which the recorded holder is entitled to vote pursuant to the power of attorney.

Request for Comments

The Commission invites comments from interested parties on the issues raised herein and on the proposed amendments to section 48. The Commission requests that respondents forward ten copies of their submission, for receipt on or before May 6, 1985, to:

Ontario Securities Commission
Suite 1800, Box 55
20 Queen Street West
Toronto, Ontario
M5H 3S8

Attention: Julie-Luce B. Farrell
Secretary to the Commission

CHAPTER 7
INSIDER TRADING REPORTS

EXPLANATORY NOTES

Information contained in this section has been summarized from insider reports filed with the Commission.

The name of the issuer is followed by a brief description of the class of security, the name of the person or company reporting and his or its relationship to the issuer. If a person has an indirect interest in the securities reported, e.g., through holding companies, affiliate companies, partnerships, trusts or other entities, this is shown. Symbols are used in the column "Transaction and Ownership Symbol" to indicate the nature of ownership i.e., direct or indirect. Similarly, the character of transactions is indicated provided the transactions are other than a purchase or sale. (See guide to symbols below):


GUIDE TO SYMBOLS

RELATIONSHIP	(appearing after the name reported)
"B"	- Beneficial Owner (direct or indirect) of equity shares of a reporting issuer carrying more than 10% of the voting rights attached to all equity shares of the reporting issuer outstanding.
"D"	- Director of principal reporting issuer.
"DI"	- Director of an issuer or a reporting issuer which is an insider or subsidiary of the principal reporting issuer.
"K"	- Exercises control or direction (direct or indirect) of equity shares of a reporting issuer carrying more than 10% of the voting rights attached to all equity shares of the reporting issuer.
"S"	- Senior Officer of principal reporting issuer.
"SI"	- Senior Officer of an issuer or a reporting issuer which is an insider or subsidiary of the principal reporting issuer.

NATURE OF OWNERSHIP

- No Symbol - Securities are beneficially owned directly.
- Symbol #1 - The reporting person or company beneficially owns and/or has control or direction over securities which are held by a company, associate, partnership, trust or other entity.

CHARACTER OF TRANSACTION

- | | | | |
|-----------|--|-----|------------------------------|
| No Symbol | - purchase or sale | "M" | - internal |
| "A" | - bequest or inheritance | "Q" | - qualifying shares |
| "C" | - compensation | "R" | - redeemed (called, matured) |
| "E" | - exchange or conversion | "T" | - stock dividend |
| "F" | - exercise of rights, etc. | "V" | - stock split |
| "G" | - gift | "X" | - exercise of option |
| "IR" | - initial report  | "Z" | - distribution |

*Returned for reconciliation purposes.

REPORTING ISSUER	INSIDER	SECURITY	REL'N	TRANS DATE	TYPE	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
ABITIBI-PRICE INC.	Abitibi-Price Inc.	ABITIBI PRICE INC PFD SR A 7.5		Jan/85 Jan/85	R	1300	1300	---
AGASSIZ RESOURCES LTD.	Tory, John Arnold	ABITIBI PRICE INC	D	Jan/85	T	47		4025
	Cameron, Hugh Thomas Cameron Containers Limited Profit Sharing Plan	AGASSIZ RES LTD	D	Jan/85 Jan/85 Jan/85		14900 1 1		1229399 506100 28400
	Goodman, Nathan Edward Jodama Holdings Limited		D	Jan/85 Jan/85	X 1	100000		100000 372701
	McPadyen, Hector J. Children Savings Plan Wife	ALBERTA ENERGY CO	S	Dec/84 Dec/84 Dec/84	1 1 1			3000 130 2648
AMAX INC.	Kahaher, Richard A. McKeever, Thomas A.	SECURITIES	S	Feb/85 Feb/85	IR IR			1000 ---
AMERADA HESS CORPORATION	Goldberg, Norman	AMERADA HESS CORP	S	Jan/85			6572	27754
	Horvath, Louis As Custodian		S	Dec/84 Dec/84	G 1		60	2440 19
	Norz, Charles H.		S	Dec/84			5048	16488
	Trynin, N.K. Indirect Holdings		S	Dec/84 Dec/84	G 1		20	20800 8430
AMERICAN LEDUC PETROLEUMS LIMITED	Grace, Michael G.A.	AMERICAN LEDUC PETE LTD	DS	Jan/85		10000		304500
ARGUS CORPORATION LIMITED	Black, Conrad & George 89211 Canada Ravelston	ARGUS LTD	DSB	Jan/85 Jan/85	1 1			739279 925081
	Wood, John D. Dr.	ATCO LTD CLASS I	D	Feb/85			3000	---
ATCO LTD.	J.S.E. Enterprises Ltd W.H.A. Clow	AUDAX GAS & OIL LTD		Jan/85 Jan/85	1 1		416000	10000
BANISTER CONTINENTAL LTD.	Austin, Elvin Richard Registered Retirement Savings Plan Stock Purchase Plan	BANISTER CONTL LTD	S	Jan/85 Jan/85 Jan/85		1145 846 443		2804 1505 1436
	Bradley, Harry R. Stock Purchase Plan		SI	Jan/85 Jan/85	1 1	742 116		2120 706
	D'Croix, Carl N. Registered Retirement Savings Plan Stock Purchase Plan		S	Jan/85 Jan/85 Jan/85		1277 230 360		1909 1145 1002
	Drummond, Alexander R. Stock Purchase Plan		SI	Jan/85 Jan/85	1 1	640 116		1663 554
	Faber, Peter K. Registered Retirement Savings Plan Stock Purchase Plan		SI	Jan/85 Jan/85 Jan/85		1291 538 322		3195 1755 1619
	Harhay, Walter		SI	Jan/85		464		1654

REPORTING ISSUER	INSIDER	SECURITY	REL'N	TRANS DATE	TYPE	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
BANK OF BRITISH COLUMBIA	BANISTER CONT'L LTD. (Continued)	BANISTER CONT'L LTD	SI	Jan/85	1			4000
	Harhay, Walter Registered Retirement Savings Plan			Jan/85	1	41		551
	Harvey, Raymond F. Stock Purchase Plan		SI	Jan/85	1	485		1680
	Hudson, Richard A. Stock Purchase Plan		SI	Jan/85	1	1398		4502
	Tremayne, Frank A. M. Registered Retirement Savings Plan		S	Jan/85	1	282		1833
	Winegardner, Leroy E. Registered Retirement Savings Plan		SI	Jan/85	1	610		1266
	Wright, Jack Walter Stock Purchase Plan		S	Jan/85	1	52		1127
	Buell, Thomas Allan	BANK B C	D	Jan/85 Feb/85		3492✓ 5000		732
	Dalgleish, Hugh		S	Feb/85	IR			500
	Howden, James B.		S	Jan/85		500✓		500
BANK OF MONTREAL	Humjan, Michael J.		S	Jan/85	IR			500
	Muller, David W. Mulfun Resources Corp.		DI	Jan/85	1	1100✓ 3000✓		2550
	Olson, Allan S. Indirect Holdings		D	Jan/85	1	10000✓		3000
	Rogers, Michael S.		S	Jan/85		3000		10000
	Todd, Cyril		DI	Jan/85	IR			3500
	Bourdeau, Yvan Share Ownership Program	BANK OF MONTREAL	S	Dec/84	1	165		500
	Cummings, Wayne Franklin		S	Dec/84		204		600
	Davison, Stanley Martin		DS	Dec/84		470		924
	Demers, Joseph Leo		S	Mar/84 Jun/84 Sep/84 Dec/84		44 51 52 51		4343
	Dolan, Robert E. Share Ownership Program		S	Dec/84	1	140		1032
BANK OF MONTREAL	Franklin, Ralph Arthur Share Ownership Program		S	Dec/84	1	162		294
	Gannon, Raymond S. Share Ownership Plan		S	Dec/84	1	194		1051
	Hacquoil, Frank Gordon Share Ownership Program		S	Dec/84	1	202		797
	Hicking, George T. Executive Share Program		S	Dec/84	1	78		1053
				Dec/84	1			808

REPORTING ISSUER	INSIDER	SECURITY	REL'N	TRANS DATE	TYPE	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
BANK OF MONTREAL (Continued)	Kazuta, Richard Tsuyoshi	BANK OF MONTREAL	S	Dec/84		131		661
	Share Ownership Program			Dec/84	1	65		330
	Kirk, John W.		S	Dec/84	1	71		963
	Share Ownership Program							
	Lowe, Michael B.		S	Dec/84	1	240		1106
	Amended Share Plans			Dec/84				
	MacMillan, Donald K.		S	Dec/84		196		982
	Manson, Peter Arthur		S	Dec/84				146
	Share Ownership Program			Dec/84	1	216		357
	Mulholland, William David		DS	Dec/84	1	766		6596
BANK OF MONTREAL MORTGAGE CORPORATION	Self-Directed Plan			Dec/84	1	189		897
	Share Ownership Program							
	Neal, George Eric			Dec/84	1	208		969
	Share Plans			Dec/84				
	Parker, Dale George		S	Dec/84		44		544
	Indirect Holding			Dec/84	1	157		919
	Rogacki, Andrew		S	Jan/85	1		378	70
	Share Ownership Program			Dec/84	T	36		405
	Rosenswig, Deanna		S	Dec/84	1	197		994
	Share Ownership Plan			Dec/84				
BANK OF MONTREAL MORTGAGE CORPORATION	Savard, J. G. Jean		S	Dec/84		460		1334
	Seattle, Wilson R.		S	Dec/84		89		136
	Smee, Douglas E.		S	Dec/84		163		586
	Speers, William Joseph		S	Dec/84				38
	Indirect Holding			Dec/84	1	208		971
	Wells, Robert Bruce		S	Dec/84	1	197		993
	Share Ownership Plan			Dec/84		168		475
	Whittaker, F. A.		S	Dec/84				
	Muszynski, Edward J.	BANK OF MTL MTG CORP	S	Dec/84		104		1052
	Black, James T.	BANK NOVA SCOTIA	D	Jan/84	T	3		
BAXTER TECHNOLOGIES CORPORATION				Apr/84	T	4		
				Jul/84	T	5		
				Oct/84	T	4		
				Jan/85	T	4		322
	Gerad, Rudolf P.		S	Dec/84	T	1		56
	In Trust			Jan/85	1	30		78
	CDFC Financial Services Limited	BAXTER TECHNOLOGIES CORP	B	Jul/84		100		
				Aug/84		399900		
				Jan/85			13500	1250871
	Bodnar, Jr. G.	BEAUCOUP RES LTD	D	Feb/85	IR1			1250000
BEAUCOUP RESOURCES LTD.	Penelope Exploration Inc.			Feb/85	IR			100000
	Hashimoto, Tsutomu		DS	Feb/85	IR			40000
	Perey, Edmond		D	Feb/85	IR			

REPORTING ISSUER	INSIDER	SECURITY	REL. N.	TRANS. DATE	TYPE	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
BEAUCOUP RESOURCES LTD. (Continued)	Perey, Edmond 98799 Canada Ltee Societe de Gestion & de Developpements S.G.D. Inc.	BEAUCOUP RES LTD	D	Feb/85	IR1			
				Feb/85	IR1			21500
BEAVERHEAD RESOURCES LTD.	Copetrex Oil & Gas Co. Ltd.	BEAVERHEAD RES LTD		Jan/85		7000		161000
BITECH ENERGY RESOURCES LIMITED	Chapman, Harold Marvin RSP	BITECH ENERGY RES LTD	D	Feb/85 Feb/85	1	5000		6000 23000
	Kochberg, Harold Daughter In Trust for Children Wife		DS	Feb/85 Feb/85 Feb/85 Feb/85	1 1 1 1	5000		32800 3000 7000 11000
BLACK PHOTO CORPORATION LIMITED	Huntley, William J.	BLACK PHOTO LTD	DS	Jan/85			1200	--
BONAR INC.	Craig, Robert Ross Amended Retirement Plan	BONAR INC	D	Feb/85 Feb/85	1	1000 650		2000 650
	Craig, Robert Ross Amended	BONAR INC WARRANTS	D	Jan/85		2000		3500
	Moffat, William S. Amended		DS	Aug/84 Nov/84			750 50	---
BOREALIS EXPLORATION LIMITED	Cox, Chana B.	BOREALIS EXPL LTD	DS	Jan/85 Jan/85		51288	43705	80366
	Cox, Rodney T.		DS	Dec/84 Jan/85 Jan/85		51289	4500 45006	77054
BP CANADA INC.	Widdington, Peter Nigel Tinling Amended Indirect Holding	B P RES CDA LTD	D	Oct/84 Dec/84	T 1	72		6000 72
BRAMALEA LIMITED	Adams, Robert E. 212922 Enterprises Ltd.	BRAMALEA LTD	D	Feb/85	IR1			200
	Bodrug, William A.		S	Jan/85 Jan/85 Dec/84	X X 1	333 454		666 11370
	Share Purchase Plans			Jan/85		333		9334
	Bodrug, William A.	BRAMALEA LTD OPTION	S	Jan/85		333		1505 9199
	Crombie, William J. Share Purchase Plans Incentive Stock Purchase Plan	BRAMALEA LTD*	S	Jan/85 Jan/85	X 1	333		9334
	Motahedin, Cyrus Share Purchase Plans	BRAMALEA LTD	S	Jan/85 Jan/85	1	325	338	30279
	Rankin, Iain Share Pruchase Plans		S	Jan/85 Jan/85	1	231	731	24202
	Tyitvan, Edward S. RSP		S	Jan/85 Dec/84 Jan/85	1 1 1	180	180	3014 18722
BREAKWATER RESOURCES LTD.	Hunter, Robert G.	BREAKWATER RES LTD	S	Jan/85		200		270100

REPORTING ISSUER	INSIDER	SECURITY	REL'N	TRANS DATE	TYPE	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
BREAKWATER RESOURCES LTD. (Continued)	Rollke, Karl Heinz	BREAKWATER RES LTD	D	Jan/85			800 ✓	26000
CAE INDUSTRIES LTD.	Cavadias, N. B.	C A E INDS LTD	DI	Jan/85		15000	5000 ✓	67155
				Jan/85			500 ✓	
	Fraser, Frederick C.		S	Jan/85			3000 ✓	8636
	Reid, William A.		SI	Jan/85		2800 ✓	2700 ✓	
CAMPBELL RESOURCES INC	RRSP	CAMPBELL RES INC	D	Jan/85			20 ✓	2160
				Jan/85	M			200
				Jan/85	M 1			
				Jan/85		1000 ✓		1
CAMPEAU CORPORATION	Carroll, Paul Aylward	CAMPEAU CORP SUB VTG	S	Jan/85				7610
	Campac Development Corp			Jan/85				
	Jenkins, Jon			Jan/85			500 ✓	1896
	McQuarrie, Lenard B.			Jan/85		7227 ✓		8504
CANADA GEOTHERMAL OIL LIMITED	Stock Purchase Plan	CDN GEOTHERMAL OIL LTD	DS	Jan/85				106220
	Wolf, David L.			Dec/83	IR			1600
	Wolf, Ed			Dec/84				
	Amended			Dec/84		18180300		1722633
CANADA NORTHWEST ENERGY LIMITED	Stone Petroleum Limited							18180300
CANADA TRUSTCO MORTGAGE COMPANY, THE	Wolf, Paul C.	CDN NORTHWEST ENERGY 8% CV DEB	B	Dec/83	IR			1500
	Transalta Resources Corporation			Feb/85		\$17950000		
	Lindores, James Thomas			Jan/85			3600	248
CANADIAN IMPERIAL BANK OF COMMERCE	Basset, Douglas Graeme	CDN IMP BK COMM	D	Jan/85				
				Jan/85	T	453		
				Feb/85		4000 ✓		30297
	Davidson, William K.	SECURITIES	S	Jan/85	IR			---
	Langdon, Gerald E.			Feb/85	IR			---
	Petit, G. Andre			Dec/84	T	52		783
	Pratt, Ewart Arthur			Jan/85		138 ✓		3614
	Sharpe, Charles Richard	CDN IMP BK COMM	D	Oct/84	T	10		510
	Spence, William Ferguson			Apr/84	T	13		
				Jul/84	T	16		
				Oct/84	T	14		668
CANADIAN PACIFIC ENTERPRISES LIMITED	Kelsey, Denham J.	CANADIAN PAC ENTERPRISES LTD	SI	Jan/85		500 ✓		1000
				Feb/85				15001
				Feb/85	1			2000
				Feb/85	1	11216		26216
CANOLAN RESOURCES LTD.	Tokarsky, John Thomas	CANOLAN RES LTD.	DS	Nov/84	1	27		2767
	Spouse							
	Tokarsky Corporate Services Ltd.							
CANRON INC.	Kirkpatrick, John	CANRON INC CL B CONV	D	Jan/85				
	Gildersleeve							
	Purchase Plan							
CARA OPERATIONS LIMITED	Matchett, John Boyd	CARA OPERATIONS LTD	DS	Jan/85				543
	Amended			Jan/85				
	Indirect Holding						30000 ✓	

REPORTING ISSUER	INSIDER	SECURITY	REL'N	TRANS DATE	TYPE	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
CARUSCAN CORPORATION	MacQuarrie, James Thomas Indirect Holdings	CARUSCAN CORP	D	Jan/85 Jan/85	1	1000		100 93800
	MacQuarrie, James Thomas Indirect Holdings	CARUSCAN CORP CL B	D	Jan/85 Jan/85	1	1100		1100 97900
CCL INDUSTRIES INC.	Johnston, Edward Grant 451711 Ontario Limited	C C L INDS INC CL B	DS	Feb/85 Feb/85	1	235	100	235 125234
CDC LIFE SCIENCES INC.	Church, Robert B.	CDC LIFE SCIENCES INC	D	Dec/84	IR			300
CENTENNIAL MINERALS LTD.	Reynolds, Bryan Joseph	CENTENNIAL MINRLS LTD	D	Jan/85			5000	55000
CENTRAL TRUST COMPANY	Cantwell, Mary Angela	CENTRAL TRUST CO	D	Dec/84		11		190
CHARTER OIL COMPANY LIMITED	Hall, Martin	CHARTER OIL LTD	DS	Jan/85			6000	---
CHRYSLER CORPORATION	Johnson, John H.	SECURITIES	D	Feb/85	IR			---
	Mathis, Jerry L.	CHRYSLER CORP	S	Jan/85	X	15800		16800
COHO RESOURCES LIMITED	Edmonton International Industries Ltd.	COHO RES LTD CL A	B	Feb/85 Feb/84 Feb/85	T T T	20648 58540 32314		91918 137462 134839
	Speedway Properties Ltd							
	Estate of L.T. Lambert Eltel Holdings Ltd.			Feb/85 Feb/85	T T	1800 3699		15556 75780
	Lambert, Kenneth H. Lambert Management Ltd. Profit Sharing Plan RRSP		DSDI	Feb/85 Feb/85 Feb/85 Feb/85	T T Z Z	3601 6479 8500 5100		61755 29091 --- 5100
COMBINED INTERNATIONAL CORPORATION	Medvin, Harvey N. wife as Trustee	COMBINED INTL CORP	S	Feb/85 Feb/85	X 1	2380		117940 5410
COMINCO LTD.	Owens, Owen Ernest Stock Purchase Plan	COMINCO LTD	SDISI	Feb/85 Feb/85	1	56		56 3222
COMMERCIAL FINANCIAL CORPORATION LIMITED	Wood, John H.	COMMERCIAL FINC CORP LTD	SI	Jan/85		71		124
COMTERM INC.	Bacon, Stewart Employee Benefit Plan	COMTERM INC	S	Jan/85 Jan/85	1	12500		51100 12500
	Chartier, Rejean Employee Benefit Plan		S	Jan/85 Feb/85	1 1	25 6217		6242
	Dennett, Ian G.		DS	Nov/84			3000	136853
	Hull, Barry Employee Benefit Plan		S	Jan/85 Feb/85	1 1	25 34189		34214
	Mulvagh, Tom F.	SECURITIES	S	Feb/85	IR			---
	Nadeau, Laurent Employee Benefit Plan	COMTERM INC	DS	Dec/84 Dec/84 Jan/85	1 1 1	14000 26000		304428 40000
	Shirley, R. K. Amended		D	Jan/85 Feb/85			75073 100	---
CONVENTURES LIMITED	Conventures Limited	CONVENTURES LTD	D	Jan/85 Jan/85	R	200	11700	200

REPORTING ISSUER	INSIDER	SECURITY	REL 'N	TRANS DATE	TYPE	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
CORBY DISTILLERIES LIMITED	McLean, Douglas S.	CORBY DISTILLERIES LTD	S	Jul/84 Feb/85		254 ✓	100	447
COSEKA RESOURCES LIMITED	Goring, Peter A. RRSP	COSEKA RES LTD	SI	Jan/85 Jan/85	1	1000 ✓ 1000		1000 2500
	Payton, Thomas W. Control Stock Option Plan	COSEKA RES LTD OPTION	SI	Jan/85 Dec/84	1 1	200 15000		300 15000
CROWN LIFE INSURANCE COMPANY	MacQuarrie, James Thomas Northumberland Investments Limited RRSP	CROWN LIFE INS CO	DI	Jan/85 Jan/85	M 1 M 1	25	25	25 ---
CYMBAL EXPLORATIONS INC.	Tokarsky, John Thomas Tokarsky Corporate Services Ltd	CYMBAL EXPL INC	D	Feb/85			1	1
	Hughes, Richard W.			Feb/85	1	19700		19700
D'O R VAL MINES LTD.	Angela Family Mark Invest. Nautilus Vent.	D'O R VAL MINES LTD	D	Jan/85 Jan/85 Jan/85 Jan/85 Jan/85 Jan/85		2000	11000	64658 7000 4000 119300 10000
	Karchewski, Ann F. Indirect Holding		S	Dec/84 Dec/84	IR IR1			6000 2200
DAON DEVELOPMENT CORPORATION	Bell Canada Enterprises Inc.	DAON DEV CORP	B	Feb/85		41006498 ✓		41006498
	Levine, William Howard W. H. Levine Holdings Ltd.		DS	Feb/85	1		14313 ✓	---
	Reifel, George C.		S	Feb/85			12916 ✓	---
DART & KRAFT INC.	Weinberg, John L.	DART & KRAFT INC	D	Jan/85 Jan/85		300	300	2000
DENISON MINES LIMITED	Grimm, Richard H.	DENISON MINES LTD CLASS A	D	Jan/85			500 ✓	---
	Risso, Albert Frederick	DENISON MINES LTD CLASS B	S	Feb/85 Feb/85		100 100		300 300
DEWEY OIL & GAS INC.	Londry, John E.	DEWEY OIL & GAS INC	S	Jan/85	IR			1
DICKENSON MINES LIMITED	White, Harvey Vance RRSP	DICKENSON MINES LTD CL A	DS	Jan/85 Jan/85 Jan/85	M M 1	5000	500 ✓	50 1000
	White, Harvey Vance RRSP	DICKENSON MINES LTD CL B	DS	Jan/85 Jan/85	M 1		500 ✓ 3000	20768 171
DOFASCO INC.	McAllister, John H	DOFASCO INC CL A	SI	Jan/85			500	3524
DOME MINES LIMITED	Hill, Kenneth J.	DOME MINES LTD	S	Jun/84	IR			154
DOMINION TEXTILE INC.	Earle, Arthur Percival McDonough, Lawrence G.	DOMINION TEXTILE INC	S	Dec/84 Jan/85		40	850	2165 1772
DOMINION-SCOTTISH INVESTMENTS LIMITED	GBC Capital Ltd Qualifying	DOMINION-SCOTTISH INVEST LTD	B	Feb/85 Feb/85		396		707839 12
DOMTAR INC.	Kirkpatrick, John Gildersleeve Purchase Plan	DOMTAR INC	S	Mar/84	1	6		

REPORTING ISSUER	INSIDER	SECURITY	RELIN	TRANS DATE	TYPE	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH END HOLDINGS
DOMTAR INC. (Continued)	Kirkpatrick, John Gildersleeve Purchase Plan	DOMTAR INC	S	Jun 84 Sep/84 Dec/84	1 1 1	6 9 8		1109
DOW CHEMICAL COMPANY, THE	Popoff, Frank P. Savings Plan Trustee of Trust Wife as Trustee	DOW CHEM CO	D	Jan/85 Jan 85 Jan 85 Jan 85	C 1 1 1	239 771 3688 4500		7256 771 3688 4500
DU PONT CANADA INC.	Stewart, James M.	DU PONT CDA INC CL A SER 1	S	Dec/84		400		-
DUOMETAL (1984) INC.	Gemini Mgt Amended	DUOMETAL (1984) INC	B	Nov/84 Jan 85		72000 83000		911500
DURHAM RESOURCES INC.	Bourgoin, Bertin E. Vaughan, William Stearns RRSP	DURHAM RES INC SUB VTG	D	Jan/85		6200		20866
DYLEX LIMITED	Wolpin, David	DYLEX LTD PART CL A (PFD)	S	Feb/85	1	1000		3000
EAGLET MINES LIMITED	Dilabio, Ernest	EAGLET MINES LTD	D	Feb/85		200		4778
EASTERN BAKERIES LIMITED	Pell, Lawrence M.	EASTERN BAKERIES LTD	D	Jan/85 Feb/85	IR 1	400 100		40000 3520
EDEN-ROCK MINERAL CORP.	McKenzie, George C.	EDEN-ROCK MINERAL CORP	D	Feb/85		25000		131006
ENEXCO INTERNATIONAL LIMITED	Armstrong, Arnold G. Indirect Holdings	ENEXCO INTL LTD	D	Jan/85 Jan/85	1	4000		66135 61064
ENSERCH CORPORATION	Fortado, Michael G Custodian Goodman, R H. Trust Holding McCord, W C. Satterwhite W T Scarola, John A. Trust Holdings	ENSERCH CORP	S	Jan/85 Jan/85 Jan/85 Jan/85 Jan/85 Jan/85 Jan/85	X X X X X X X	168 94 1138 569 7875		1883 393 511 1600 24900 10128 18270 10530
ERAMOSA TECHNOLOGY CORPORATION	Hammond, Frederick O.	ERAMOSA TECH CORP	DI	Jan/85		2700		80925
ETHYL CORPORATION	Gautreaux, Marcelain F Savings Plan Gill, James Monroe Savings Plan Moser, Roger Alder Savings Plan Wikman, Andrew O. Savings Plan Wilkins Jr. Ray Savings Plan Wright, Jack Coil Savings Plan	ETHYL CORP	DS	Jan/85 Jan/85 Jan/85 Jan/85 Jan/85 Jan/85 Jan/85 Jan/85 Jan/85	1 1 1 1 1 1 1 1 1	85 122 13 48 9 2500 58 70		16596 10829 13340 14927 6157 4336 4896 9833 4750 5566 8622
FLEET AEROSPACE CORPORATION	Dragone, A. George Amended	FLEET AEROSPACE COM	D	Jan/85		100		100

REPORTING ISSUER	INSIDER	SECURITY	REL N	TRANS DATE	TYPE	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
FLEET AEROSPACE CORPORATION (Continued)	Dragone, A. George Amended Lyndhurst Management Ltd. RRSP	FLEET AEROSPACE COM	D	Jan/85	1			65834
				Jan/85	1			50000
FLINT ROCK MINES LIMITED	Lewis, Alfred J.	FLINT ROCK MINES LTD		Jan/85		5500		28888
FORD MOTOR COMPANY	Wagner, Thomas Jefferson	FORD MOTOR CO		Feb/85	IR			1650
GAZ METROPOLITAIN, INC.	Legare, Louise	GAZ METROPOLITAIN INC	S	Jan/85		19	800	375
				Jan/85		111	2500	3095
				Jan/85		635		5016
GENERAL MOTORS CORPORATION	Ancker-Johnson Betsy Savings Stock Purchase Program	GENERAL MTRS CORP	S	Jan/85	C			1025
				Jan/85	1			267
	Ancker-Johnson Betsy	GENERAL MOTORS CORP CLASS E	S	Jan/85	C	31		4564
				Jan/85	C	427		3619
	Chapman, Charles Sherman Savings Stock Purchase Program	GENERAL MTRS CORP	S	Jan/85	1			227
				Jan/85	C	21		4149
	Chapman, Charles Sherman	GENERAL MOTORS CORP CLASS E	S	Jan/84	C	635	1919	3060
				Jan/85				322
	Debbink, John D. Savings Stock Purchase Program	GENERAL MOTORS CORP CLASS E	S	Jan/85	C	31		308
				Jan/85	C	438		33
GENERAL MOTORS CORPORATION	Hartwig, Eugene L. Custodian for Son Wife	GENERAL MTRS CORP	S	Jan/85	G	30		855
				Jan/85	1	100		150
	Hartwig, Eugene L.	GENERAL MOTORS CORP CLASS E	S	Jan/85	C	21		21
				Jan/85	M	1	2	1
	Hatfield, Robert S.	GENERAL MTRS CORP	D	Jan/85	M	2		2
				Jan/85	M	1000		1100
GENERAL MOTORS CORPORATION	Hoglund, William E. Custodian for Son Stock Purchase Program	GENERAL MTRS CORP	S	Jan/85	C	808		4719
				Jan/85	1	200		1596
	Hoglund, William E. Custodian for Son	GENERAL MOTORS CORP CLASS E	S	Jan/85	C	40		235
				Jan/85	1			10
GENERAL MOTORS CORPORATION	Johnson, Elmer William Joint Tenancy Savings Stock Purchase Program Trusts	GENERAL MTRS CORP	S	Jan/85	C	808		1650
				Jan/85	1			100
	Johnson, Elmer William Joint tenancy Trusts	GENERAL MOTORS CORP CLASS E	S	Jan/85	C	40		321
				Jan/85	1			3800
GENERAL MOTORS CORPORATION	McNulty, John William Children Savings Stock Purchase Program	GENERAL MTRS CORP	S	Jan/85	C	554		82
				Jan/85	1			5
	McNulty, John William Children Savings Stock Purchase Program	GENERAL MTRS CORP	S	Jan/85	C	554		190
				Jan/85	1			2560
GENERAL MOTORS CORPORATION	McNulty, John William Children Savings Stock Purchase Program	GENERAL MTRS CORP	S	Jan/85	C	554		106
				Jan/85	1			940

REPORTING ISSUER	INSIDER	SECURITY	REL'N	TRANS DATE	TYPE	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
GENERAL MOTORS CORPORATION (Continued)	McNulty, John William Wife	GENERAL MTRS CORP	S	Jan/85	1			284
	Saul, Simkin Denver Brick Company	GENSTAR CORP	D	Dec/84	1			476
			Dec/84	1			218000	
			Jan/85	1			---	
GENSTAR CORPORATION	Jadia Investments Ltd			Dec/84	1	98174		98174
GEOCRUDE ENERGY INC.	Dabbs, James A. RRSP	GEOCRUDE ENERGY INC	DS	Jan/85	1	5000		70160
	Sundown Energy Inc.		1	Jan/85	1			15000
		Jan/85	1					568264
GOLDEN RANGE RESOURCES INC.	Hicks, Orville E. Amended 508610 Ontario Inc.	GOLDEN RANGE RES INC	D	Nov/84	1	5000		459500
GOLDEN SCEPTRE RESOURCES LTD.	Hall, David P.	GOLDEN SCEPTRE RES LTD	S	Dec/84	IR			15000
	Karchewski, Ann F. Indirect Holding		S	Dec/84	IR			34500
		Dec/84	IR1					6600
GOLDQUEST EXPLORATION INC.	White, Harvey Vance	GOLDQUEST EXPL INC	D	Oct/84			2000	1481
	Jan/85			Jan/85			6000	
GOLIATH GOLD MINES LTD.	Hall, David P.	GOLIATH GOLD MINES LTD	S	Dec/84	IR			9000
	Karchewski, Ann F.		S	Dec/84	IR			40500
GRANGES EXPLORATION LTD.	McRae, Douglas E. Macrim Investment Corporation	GRANGES EXPL LTD.	D	Dec/84		600		12100
			Dec/84	1	14200			
			Dec/84	1		13000		
			Jan/85	1		35900	226161	
GULF CANADA LIMITED	O'Donnell, Arthur J. *	GRANGES EXPL LTD 10% CONV DEB	S	Dec/84			3000	9000
			Dec/84				\$8000	
			Feb/85	M			470	
			Feb/85	1			---	
HARTCO ENTERPRISES INC.	Gauthier, Jean-Guy	HARTCO ENTERPRISES INC	D	Feb/85	IR			200
			Feb/85	IR			1500	
			Feb/85	IR1			2400000	
			Feb/85	IR			100	
HELIIX CIRCUITS INC	Ouellet, Jean-Pierre	HELIIX CIRCUITS INC	D	Feb/85	IR			200
			Feb/85	IR			1700000	
			Feb/85	B		1700000	1338186	
			Feb/85	B				
HIRAM WALKER RESOURCES LTD.	Hagerman, Allen R. Peters & Company Limited	HIRAM WALKER RES LTD	SI	Jan/85				478
			Jan/85				369	400
			Jan/85	1				
HOME SAVINGS & LOAN CORPORATION	Pelech, John C.	HOME SAVINGS & LOAN CORP	D	Dec/84	T	215		7215
HUDSON'S BAY COMPANY	Daoust, Pierre Edgar	HUDSONS BAY CO	DI	Jan/85	IR			1500
			DI	Jan/85	IR			4200
			Grose, Brian Crawford	S	Dec/84		23	
	Hudson's Bay Company			Jan/85				8000

REPORTING ISSUER	INSIDER	SECURITY	REL'N	TRANS DATE	TYPE	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
HUDSON'S BAY COMPANY (Continued)	Hudson's Bay Company	HUDSONS BAY CO		Jan/85			8000	---
	Iwankow, Randall J.		DI	Jan/85	IR			1000
	Kubicek, Douglas R.		DI	Jan/85		1000		2860
	McGiverin, Donald Scott		D	Dec/84		32		40582
	Nobbs, Peter Francis S.		S	Dec/84 Jan/85		88 850		2438 2988
	Shortt, Stanley J.		DI	Oct/83	IR			1000
	Smith, Robert R.		SI	Feb/85	IR			3632
	Styles, John B.		DI	Dec/84		8		1231
	Wood, Peter Warburton		DS	Dec/84		4		21329
	Duhamel, Pierre	IMASCO LTD	S	Feb/85	IR		540	100
IMASCO LIMITED	Ricard, L. Edmond - Benefit Plan		D	Feb/85 Feb/85				2269 32951
	Laurentian Group Corporation, The Lauretian Fund Inc.. The	IMPERIAL LIFE ASSURANCE CO	B					
	Geib, Klaus P.	IMPERIAL METALS CORP	D	Dec/84	IR1			992659
IMPERIAL METALS CORPORATION				Dec/84		48500	10000	164660
				Jan/85		500	4500	160660
				Jan/85			100	700
INCO LIMITED	Hart, G. Arnold	INCO LTD WTS	D	Jan/85				
	Biggar, Charles P. Son	INTERNATIONAL BUS. CAPITAL	S	Jan/85 Jan/85		140		14813 140
	Bitonti, James A.		S	Jan/85 Jan/85	X	3682	2502	10017
INTERNATIONAL BUSINESS MACHINES CORPORATION	Cary, Frank T. wife		D	Jan/85 Jan/85	X G	5000	880	16192 380
	Eggleston, William W.		S	Jan/85	X	796		13388
	Estridge, Philip D.	INTL BUSINESS MACHINES CORP	S	Jan/85			750	2240
KATZENBACH, de BELLEVILLE Nicholas	Gerstner, Richard T.	INTERNATIONAL BUS. CAPITAL	S	Jan/85			200	2068
		INTL BUSINESS MACHINES CORP	S	Jan/85 Jan/85	X	3181	4051	29086
	Maisonrouge, Jacques G. Daughter	INTERNATIONAL BUS. CAPITAL	S	Jan/85 Jan/85	X	16680	13634	21196 250
MANN, MARVIN L.			S	Jan/85	IR			1139
	Metz, Frank A.		S	Jan/85			2085	8658
	Papes, Theodore C. Jr. wife		S	Jan/85 Jan/85	X	8835		28606 1720
ROGERS, CLARENCE B.			S	Jan/85	X	3126		35495

REPORTING ISSUER	INSIDER	SECURITY	REL'N	TRANS DATE	TYPE	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
INTERNATIONAL BUSINESS MACHINES CORPORATION Continued	Rogers, Clarence B Children	INTERNATIONAL BUS. CAPITAL	S	Jan/85	I		2626	126
	Stewart, John H.		S	Jan/85			1004	1315
INTERNORTH INC.	Belfer, Arthur B. Trusted Investment Plan	INTERNORTH INC	DB	Jan/85	I	230		631
	Belfer, Arthur B. Belfer Foundation Inc Wife	INTERNORTH INC PFD \$10.50 CV	DB	Jan/85	I		20000	384708
				Jan/85	I			---
				Jan/85	I			4368
	Belfer, Arthur B. Wife	INTERNORTH INC \$10.50	DB	Jan/85	G		10000	534431
				Jan/85	I			5296
JEDBURGH RESOURCES LIMITED	Henry, William A. Stock Ownership Plan Trusted Investment Plan	INTERNORTH INC	S	Feb/85	IRI			635
				Feb/85	IRI			984
	Raasch, Robert P. Joint with wife Stock Ownership Plan Trusted Investment Plan			Feb/85	IR			6245
				Feb/85	IRI			200
				Feb/85	IRI			942
				Feb/85	IRI			7321
JEDBURGH RESOURCES LIMITED	Brondyke, Rudolf Hans	JEDBURGH RES LTD	DSB	Jan/85	X	637500		1566963
LAC MINERALS LTD	Dovcet, Roger J. P. Investment Club	LAC MINERALS LTD	S	Jan/85	I		2000	---
				Jan/85				75
LAFARGE CORPORATION	Gentles, Gary R.	LAFARGE CORP CCL EX. PR.	SI	Jan/85	X	263		652
LALDLAW TRANSPORTATION LIMITED	Murray, Ronald Stewart 105985 Canada Ltd.	LALDLAW TRANSN LTD CL B	D	Jan/85	I			120000
LANSVIEW RESOURCE CORPORATION	Tokarsky, John Thomas Tokarsky Corporate Services Ltd.	LANSVIEW RES CORP	S	Feb/85				6
				Feb/85	I	447		447
LENORA EXPLORATIONS LTD.	Storniak, Andrew Morris	LENORA EXPLS LTD	D	Jan/85			1000 5000	10000
LOGISTEC CORPORATION	Boissonneault, Raymond	LOGISTEC CORP	DS	Jan/85		5400		5900
	Gourdeau, Paul 2157-7036 Quebec Inc. Pension Fund		DS	Jan/85	I		5000	1000
				Jan/85	I			---
				Jan/85				35000
LONDON SILVER CORPORATION	Paquin, Roger Indirect Holdings		DS	Feb/85				100
				Feb/85	I	7900		10000
LONDON SILVER CORPORATION	Schaffer, Michael A. Indirect Holdings	LONDON SILVER CORP	DS	Dec/84				37500
				Dec/84	I		66800	---
LUMONICS INC.	Noranda Enterprise Limited	LUMONICS INC	B	Feb/85		16794		221794
MACMILLAN BLOEDEL LIMITED	Adams, G. A. Benefit Plan	MACMILLAN BLOEDEL LTD	S	Dec/84	T	6		354
				Dec/84	I	24		---
	Employee Share Purchase Plan			Dec/84	I	46		816
				Dec/84	T	14		---
				Dec/84	T	46		816
	Ainscough, Grant Lee Benefit Plan		S	Dec/84	T			10
				Dec/84	T	65		---

REPORTING ISSUER	INSIDER	SECURITY	REL'N	TRANS DATE	TYPE	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
MACMILLAN BLOEDEL LIMITED (Continued)	Ainscough, Grant Lee Benefit Plan Employee Share Purchase Plan	MACMILLAN BLOEDEL LTD	S	Dec/84	1	49		3479
				Dec/84	T 1	39		2087
				Dec/84	1	49		
	Sr. Mgmt Shr Purchase Plan			Dec/84	T 1	12		661
	Stock Option Plan			Dec/84	1	14		731
	Dickinson, John Grant Benefit Plan		S	Dec/84	T 1	35		
				Dec/84	1	40		1909
	Employee Share Purchase Plan			Dec/84	T 1	4		
				Dec/84	1	40		315
	Sr. Mgmt Shr Purchase Plan			Dec/84	T 1	14		740
	Stock Option Plan			Dec/84	T 1	16		853
	Dowsley, Donald Alexander Benefit Plans			Dec/84	T			637
				Dec/84	T 1	53		
				Dec/84	1	54		2875
	Employee Share Purchase Plan			Dec/84	T 1	26		
				Dec/84	1	54		1452
	Sr. Mgmt Shr Purchase Plan			Dec/84	T 1	15		814
	Stock Option Plan			Dec/84	1	12		609
	Ferguson, G. M. Benefit Plans		S	Dec/84	1	22		77
				Dec/84	1	22		77
	Employee Share Purchase Plan			Dec/84	T 1	3		284
				Dec/84	1	74		301
	Employee Share Purchase Plan			Dec/84	T 1	3		301
				Dec/84	1	74		114
	RRSP			Dec/84	1			
	Finkbeiner, J. C. Benefit Plans			Dec/84	T 1	1		
				Dec/84	1	43		137
	Employee Share Purchase Plan			Dec/84	T 1	1		
				Dec/84	1	43		137
	Fliesbach, H.E. Benefit Plans		S	Dec/84	T	18		
				Dec/84	T			920
	Employee Share Purchase Plan			Dec/84	T 1	4		
				Dec/84	1	34		292
	Employee Share Purchase Plan			Dec/84	T 1	4		
				Dec/84	1	34		292
	Forgacs, Otto Lionel Benefit Plans		S	Dec/84	T 1	90		
				Dec/84	1	62		4738
	Employee Share Purchase Plan			Dec/84	T 1	27		
				Dec/84	1	62		1505
	Sr. Mgmt Shr Purchase Plan			Dec/84	T 1	32		1648
	Stock Option Plan			Dec/84	T 1	31		1584
	Forstrom, Sidney William Benefit Plans		S	Dec/84	T	13		672
				Dec/84	T 1	64		

REPORTING ISSUER	INSIDER	SECURITY	REL'N	TRANS DATE	TYPE	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
MACMILLAN BLOEDEL LIMITED (Continued)	Forstrom, Sidney William Benefit Plans Employee Share Purchase Plan	MACMILLAN BLOEDEL LTD	S	Dec/84	1	74		3460
				Dec/84	1	4		379
	Sr. Mgmt Shr Purchase Plan			Dec/84	T 1	74		948
	Stock Option Plan			Dec/84	T 1	41		2133
	Grunder, Arthur N. Benefit Plans			Dec/84	T 1	22		718
	Employee Share Purchase Plan			Dec/84	1	49		
	Stock Option Plan			Dec/84	T 1	10		108
				Dec/84	1	49		609
				Dec/84	T 1	12		
	Holden, Dwight Hal Benefit Plans			Dec/84	T 1	57		1360
	Employee Share Purchase Plan			Dec/84	1	43		
	Sr. Mgmt Shr Purchase Plan			Dec/84	T 1	33		119
	Stock Option Plan			Dec/84	1	43		631
	Howard, John L. Benefit Plans			Dec/84	T 1	12		609
	Employee Share Purchase Plan			Dec/84	T 1	12		1714
				Dec/84	M	875		4375
				Dec/84	T 1	101		
				Dec/84	1	71		
	Sr. Mgmt Shr Purchase Plan			Dec/84	T 1	32		843
	Stock Option Plan			Dec/84	1	71		1703
				Dec/84	T 1	33		1828
				Dec/84	T 1	35		
	Johncox, Gary Herbert Benefit Plans			Dec/84	T 1	16		848
	Employee Share Purchase Plan			Dec/84	T 1	23		1283
	RRSP Stock Option Plan			Dec/84	1	49		
				Dec/84	T 1	11		674
				Dec/84	1	49		5
				Dec/84	T 1	12		609
	Knudsen, Julia Lee Benefit Plans			Dec/84	T 1	26		1341
	Employee Share Purchase Plan			Dec/84	T 1	1496		76317
	Sr. Mgmt Shr Purchase Plan			Dec/84	T 1	57		2919
	Stock Option Plan			Dec/84	T 1	148		6073
				Dec/84	T 1	1320		67325
	Lauritzen, Eric Benefit Plans			Dec/84	T 1	41		2274
	Employee Share Purchase Plan			Dec/84	1	56		
	Sr. Mgmt Shr Purchase Plan			Dec/84	T 1	12		772
	Stock Option Plan			Dec/84	1	56		649
				Dec/84	T 1	12		853
	Lawson, James Hill Benefit Plans			Dec/84	T 1	16		
	Employee Share Purchase Plan			Dec/84	T 1	88		4722
				Dec/84	1	76		
				Dec/84	T 1	10		

REPORTING ISSUER	INSIDER	SECURITY	REL'N	TRANS DATE	TYPE	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
MACMILLAN BLOEDEL LIMITED (Continued)	Lawson, James Hill Employee Share Purchase Plan Sr. Mgmt Shr Purchase Plan Stock Option Plan	MACMILLAN BLOEDEL LTD	S	Dec/84	1	76		664
				Dec/84	T 1	43		2229
				Dec/84	T 1	35		1828
	Legg, Edward Godfrey Benefit Plans			Dec/84	T 1	30		25
				Dec/84	1	25		1607
	Employee Share Purchase Plan			Dec/84	T 1	4		
				Dec/84	1	25		257
	Sr. Mgmt Shr Purchase Plan			Dec/84	T 1	14		740
	Stock Option Plan			Dec/84	T 1	12		609
	Mathews, Robert Vere Benefit Plans			Dec/84	T 1	7		
				Dec/84	1	54		472
	Employee Share Purchase Plan			Dec/84	T 1	7		
				Dec/84	1	54		472
	McLauchlin, Donald Leslie Benefit Plans			Dec/84	1	84		
				Dec/84	1	89		4544
	Employee Share Purchase Plan			Dec/84	1	1		
				Dec/84	1	89		279
	Sr. Mgmt Shr Purchase Plan			Dec/84	1	41		2132
	Stock Option Plan			Dec/84	1	41		2133
	Moonen, Fred Hubert Benefit Plans			Dec/84	T 1	57		
				Dec/84	1	40		3049
	Employee Share Purchase Plan			Dec/84	T 1	34		
				Dec/84	1	40		1832
	Sr. Mgmt Shr Purchase Plan			Dec/84	T 1	11		607
	Stock Option Plan			Dec/84	T 1	12		609
	Peppler, Nils Frederik Wilhelm Benefit Plans		S	Dec/84	T 1	70		3593
				Dec/84	T 1	39		2009
	Sr. Mgmt Shr Purchase Plan			Dec/84	T 1	31		1584
	Stock Option Plan			Dec/84	1	139		
				Dec/84	T 1	80		7278
	Employee Share Purchase Plan			Dec/84	1	54		
				Dec/84	T 1	80		2934
	Sr. Mgmt Shr Purchase Plan			Dec/84	1	43		2211
	Stock Option Plan			Dec/84	1	41		2133
	Smith, Raymond Victor Benefit Plans			Dec/84	T 1	115		596
				Dec/84	1	126		9225
	Employee Share Purchase Plan			Dec/84	T 1	66		3654
				Dec/84	1	128		
	Sr. Mgmt Shr Purchase Plan			Dec/84	T 1	49		2523
				Dec/84	T 1			
				Dec/84	T 1			
				Dec/84	T 1			
				Dec/84	T 1			
				Dec/84	T 1			
				Dec/84	T 1			
				Dec/84	T 1			

REPORTING ISSUER	INSIDER	SECURITY	REL N.	TRANS DATE	TYPE	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
MACMILLAN BLOEDEL LIMITED (Continued)	Smith, Raymond Victor Stock Option Plan	MACMILLAN BLOEDEL LTD	DS	Dec 84	T 1	59		3047
	St. John, Dolway W. Benefit Plans		S	Dec 84 Dec 84	T 1 1	62 36		3290
	Employee Share Purchase Plan			Dec 84 Dec 84	T 1 1	30 36		1622
	Sr. Mgmt Shr Purchase Plan			Dec/84 Dec/84	T 1 T 1	15 16		811 853
	Stock Option Plan							
	Towill, Gordon Joseph Benefit Plans		S	Dec/84 Dec/84	T 1 1	75 62		4019
	Employee Share Purchase Plan			Dec 84 Dec/84	T 1 1	13 62		829
	Sr. Mgmt Shr Purchase Plan			Dec/84 Dec/84	T 1 T 1	31 31		1605 1584
	Stock Option Plan							
	Wiewel, Roger North Benefit Plans		S	Dec/84 Dec/84	T 1 1	143 80		7787
	Employee Share Purchase Plan			Dec/84 Dec/84	T 1 1	88 80		3651
	Sr. Mgmt Shr Purchase Plan			Dec 84 Dec/84	T 1 T 1	39 41		2002 2133
	Stock Option Plan							
	Wishart, George Benefit Plans		S	Dec/84 Dec/84	T 1 1	10 37		588
	Employee Share Purchase Plan			Dec/84 Dec/84	T 1 1	10 37		588
	Worthy, Victor Ross Benefit Plans		S	Dec/84 Dec/84	T 1 1	58 60		530 3126
	Employee Share Purchase Plan			Dec/84 Dec/84	T 1 1	24 60		1342
	Sr. Mgmt Shr Purchase Plan			Dec/84 Dec/84	T 1 T 1	18 16		930 853
	Stock Option Plan							
	Madison Oil & Gas Limited	MADISON OIL & GAS LTD		Jan/85	IR			1500
MADISON OIL & GAS LIMITED								
MAJESTIC CONTRACTORS LIMITED	Majestic Contractors Limited	MAJESTIC CONTRACTORS LTD		Jan/85 Jan/85	R	14400	14400	-
MCDONALD'S CORPORATION	Broadbent, Charles Winston	MCDONALDS CORP	S	Feb/85 Feb/85	X 1	6075		8208 411
	Raber, Clifford H. Custodian		S	Jan/85 Jan/85	X 1	2702		4366 1
MERIDIAN TECHNOLOGIES INC.	Arn, Robert M. Share Purchase Plans	MERIDIAN TECH INC	S	Feb/85 Feb/85	1	25000		18000 60436
	Arn, Robert M.	MERIDIAN TECHNOLOGIES OPTIONS	S	Jan/85			30000	20000
	Cotterill, Ronald	MERIDIAN TECH INC WT A	S	Feb/85			700	---

REPORTING ISSUER	INSIDER	SECURITY	REL'N	TRANS DATE	TYPE	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
MERIDIAN TECHNOLOGIES INC. (Continued)	Cotterill, Ronald	MERIDIAN TECHNOLOGIES OPTIONS	S	Feb/85			500	4234
	Griffin, Scott	MERIDIAN TECH INC	DS	Jan/85			25000	390054
	Voting Trust Agreement			Feb/85	1	15000		---
	Griffin, Scott	MERIDIAN TECHNOLOGIES OPTIONS	DS	Feb/85				416667
	Lovatt, Ian	MERIDIAN TECH INC	DI	Feb/85		35000		35000
	Marshall, Donald S. Share Purchase Plan		DS	Feb/85		1000		2333
	Marshall, Donald S.	MERIDIAN TECHNOLOGIES OPTIONS	DS	Jan/85	1	25000	28300	---
	Singer, Samuel Share Purchase Plans	MERIDIAN TECH INC	S	Feb/85			11700	120000
	West, Louise H.	MERIDIAN TECHNOLOGIES OPTIONS	S	Jan/85			7000	98300
	Martin, Paul R.	MIDLAND DOHERTY FINL CORP	SI	Feb/85			15000	38000
MIDLAND DOHERTY FINANCIAL CORPORATION	Patterson, Norman A.		S	Feb/85			1500	65000
	Silicz, Walter N.		S	Feb/85			2258	---
	Vivash, John A.		DS	Jan/85	IR		400	18100
	Matthews, Terence H. 92455 Canada Ltd. Wife	MITEL CORP	DSB	Dec/84			500	500
	Chapman, Robert A. Vector Holdings Ltd.	MMC VIDEO ONE LTD	DB	Jan/85			1000	9000
	McComb, Beverley J. 247853 B.C. Ltd.		D	Jan/85			1000	8000
	Ankrom, Edward A.	MOLSON COS CL A	SI	Dec/84	1	15000		6930000
	Mackaskill, Donald B.			Dec/84		239		310000
	Barr, David Waddell	MOORE CORP LTD	DS	Jan/85			500	16200
	Nichols, Wilbur Melford		S	Dec/84		205		577313
MOLSON COMPANIES LIMITED, THE	Sinclair, Judson William		S	Jan/85		17		334
	Horte, Vernon Lyle	MORGAN HYDROCARBONS INC	DS	Dec/84	T	289		482
	Robinson, Edward Joseph Joint Tenancy	NABISCO BRANDS INC	S	Feb 85				---
	Gauthier, Forrest	NTL BUSINESS SYSTEMS INC OPT	S	Dec/84	T	1946		32438
	Milano, Edward G.		S	Dec/84	T	17		3358
	Pedersen, David		S	Dec/84	T	289		5897
	Rader, Michael		S	Jan/85		31		229792
	McGee, F. David	NTL SEA PRODUCTS CLASS A	S	Jan/85				600
		NTL SEA PRODUCTS 2ND PREF		Jan/85	Z 1	334		534
			S	Jan/85	IR			10000
NATIONAL SEA PRODUCTS LIMITED			S	Jan/85	IR			2000
			S	Jan/85	IR			10000
			S	Jan/85	IR			10000
			S	Jan/85	IR			10000
			S	Jan/85	IR			10000
			S	Jan/85	IR			10000
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NATIONAL SEA PRODUCTS LIMITED			S	Jan/85	IR			10000

REPORTING ISSUER	INSIDER	SECURITY	RELIN	TRANS DATE	TYPE	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
NATIONAL SEA PRODUCTS LIMITED (Continued)	Morrow, James B. Amended	NTL SEA PRODUCTS CLASS B	S	Dec/84			1700	58310
NATIONAL VICTORIA AND GREY TRUST COMPANY	National Victoria and Grey Trustco Limited, The	NTL VICTORIA & GREY TRUST	B	Jan/85		1162		15783168
NEW YORK OILS LIMITED	New York Oils Limited	NEW YORK OILS LTD		Dec/84	R	1300	171681	1005927 1007227
	Mexican Investors Limited			Dec/84	R 1		71300	---
NEWFOUNDLAND CAPITAL CORPORATION LIMITED	Schulich, Seymour Nevada Capital Corp. Ltd.	NEWFOUNDLAND CAP LTD CL B	DS	Feb/85	1	25000		200066
NEWSCOPE RESOURCES LIMITED	Clarke, John W. South Central Developments Ltd.	NEW SCOPE RES LTD	S	Jan/85	IR			116700
				Jan/85	IR1			23
NORANDA INC.	Hall, John Alexander	NORANDA INC	S	Jan/85			1000 2000	23179
				Feb/85				
NORCEN ENERGY RESOURCES LIMITED	Bane, Thomas G. Savings Plan	NORCEN ENERGY RES LTD		Dec/84		1		107
				Dec/84				500
	Bane, Thomas G.	NORCEN ENERGY RES LTD NON-VTG		Dec/84		674		887
	Loucks, Wilfrid Artley Savings Plan	NORCEN ENERGY RES LTD VTG	DS	Dec/84		1791		3443
	Stock Dividend Option Plan			Dec/84	T 1			4862
				Dec/84		51		201
	Loucks, Wilfrid Artley Savings Plan	NORCEN ENERGY RES LTD NON-VTG	DS	Dec/84		1		3443
	Stock Dividend Option Plan			Dec/84		1791		4862
				Dec/84	T 1	55		205
NORTHERN TELECOM LIMITED	Allen, Clive V. Investment Plan	NORTHERN TELECOM LTD	S	Dec/84	1	995		963
	Archibald, David D. Investment Plan		S	Dec/84	1	923		1070
	Beneteau, Basil A. Investment Plan		DS	Dec/84				1200
	Shareholder Dividend Reinvestment and Stock Purchase Plan			Dec/84	1	560		2521
	Benger, Walter C. Investment Plan		S	Dec/84	1			8
				Dec/84				
	Berry, Robert H. Investment Plan		DI	Dec/84	1	137		621
				Jan/85	IR1	137		621
				Jan/85	1		34	34
				Jan/85				---
	Butler, Michael K. Northern Telecom Investment Plan		S	Feb/85	IR1			304
	Campbell, L. Ross Investment Plan		S	Dec/84	1	56		184
	Chisholm, Donald A. Investment Plan		S	Dec/84	1	502		3000
				Dec/84				2400
	Cottier, Roy T. Investment Plan		S	Dec/84	1	339		1443

REPORTING ISSUER	INSIDER	SECURITY	REL'N	TRANS DATE	TYPE	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
NORTHERN TELECOM LIMITED (Continued)	Craig, Bruce B. Investment Plan	NORTHERN TELECOM LTD	S	Dec/84	1	155		287
	Davies, John Derek M. Investment Plan			Dec/84	1	98		364
	Erickson, Philip T. Investment Plan			Dec/84	1	43		142
	Ferchat, Robert A. Investment Plan Son			Dec/84 Dec/84	1 1	510		2267 100
	Fortier, Richard A. Investment Plan			Dec/84 Dec/84	1 1	128		600 696
	Gauvin, Louyse Investment Plan			Dec/84	1	42		94
	Guyer, J. David Investment Plan			Dec/84 Dec/84	1 1	69		100 196
	Hall, Denis C. Investment Plan			Dec/84	1	346		1506
	Kendall, Jr. David W. Investment Plan			Dec/84	1	175		313
	Kenedi, Robert Investment Plan Son			Dec/84 Dec/84	1 1	228		424 100
	Lafleur, Anthony J Investment Plan			Dec/84	1	130		296
	Light, Walter Frederick Investment Plan			Dec/84 Dec/84	1 1	356		6012 1934
	MacDonald, John D. Investment Plan			Dec/84	1	359		980
	McClean, Robert Investment Plan			Dec/84	1	155		786
	Millar, Charles G. Investment Plan			Dec/84 Dec/84	1 1	195		2400 690
	Noble, Donald A Investment Plan			Dec/84	1	386		1563
	O'Regan, Brian R. Investment Plan			Dec/84 Dec/84	1 1	200		200 808
	Payette, Thomas A. Investment Plan			Dec/84	1	97		97
	Peterson, Donald K. Investment Plan			Dec/84 Jan/85	1 1	49		49 ---
	Rankin, John J. Investment Plan			Dec/84	1	311		862
	Sakus, Gedas A. Investment Plan Sakus, Dana M.			Dec/84 Dec/84	1 1	266		984 360
	Strimas, John P. Investment Plan			Dec/84	1	328		818

REPORTING ISSUER	INSIDER	SECURITY	REL N	TRANS DATE	TYPE	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
NORTHERN TELECOM LIMITED (Continued)	Sullivan, Daniel E. Investment Plan	NORTHERN TELECOM LTD	S	Dec/84	1	146		613
	Thomas, David J. Investment Plan		S	Dec/84	1	78		255
	Turcott, Elliott Investment Plan Spouse		S	Dec/84 Dec/84	1 1	182		600 712
	Vice, David G. Investment Plan		S	Dec/84	1	426		1447
	Watt, Robert R. Investment Plan		S	Dec/84	1	156		607
	Webster, Harry L. Investment Plan		S	Dec/84 Dec/84	1 1	165		1521 657
	White, John J. L. Investment Plan		S	Dec/84 Dec/84	1 1	227		3 551
	Woodland, S. Russ Investment Plan		S	Dec/84	1	69		74
	Gordon, John L.	NORTHLAND BANK	D	Mar 84		2500		82500
	Love, Richey Bryce Domequity Growth & Calgary Ltd		D	Jan/85 Jan/85			100000 120000	410000 120000
NORTHLAND BANK	Shaw, Allan C.	NOVA SCOTIA SVG & LOAN CO	D	Feb/85	IR			200
NOVA SCOTIA SAVINGS & LOAN COMPANY NOVA, AN ALBERTA CORPORATION	Befus, Terence N.	NOVA, ALBTA CORP	S	Dec/84		1399		14086
	Feick, John E.		S	Jan/85			900	64750
	Kromand, Verner Bent		S	Dec/84		1513		5675
	Olafson, Donald Gene Savings Plan		S	Dec/84 Feb/84 Dec/84	M M 1	3602 3602 990	3602	31702 851
	Olson, Brian F. Dividend Reinvestment and Share Purchase Plan Savings Plan		S	Nov/84 Dec/84	T 1	77 679		68 2620
	Maitland, J. Keith RRSP	NU WEST GROUP LTD NU WEST GROUP LTD CL A CONV NU WEST GROUP 11.5% DEB SRS C NU WEST GROUP LTD SPL CL A	S	Jan/85 Jan/85 Jan/85 Jan/85	E E E E	7 7 370 247		7 --- \$629 247
	Durham Resources Inc. (Private Transaction)	OBRIEN ENERGY & RES LTD	B	Dec/84		30000		1007000
	Gibson, Terry Nominee	O'TOOLE'S FOOD CORP	S	Jan/85	1	150000		163500
	Blashyn, Andy J. Amended RRSP	OAKWOOD PETES LTD	S	Feb/85 Jun/84		1773		18916 200
	Maldaner, James A.	SECURITIES	SI	Jan/85	IR			---
OAKWOOD PETROLEUMS LTD.	Oakwood Petroleum Ltd	OAKWOOD PETES LTD OAKWOOD PETES LTD PREF SERS B		Jan/85 Jan/85		92400 1650		92400 1650

REPORTING ISSUER	INSIDER	SECURITY	REL'N	TRANS DATE	TYPE	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
OCCIDENTAL PETROLEUM CORPORATION	Haines, Perry V.	OCCIDENTAL PETE CORP	S	Jan/85		3083		108604
	Co-trustee of John Percy Haines, Jr. trust Thrift Plan			Jan/85	1			5976
				Jan/85	1			1397
	Hebner, Paul C. Children's Trust Thrift Plan		DS	Jan/85	1	3854		65255
				Jan/85	1			6000
				Jan/85	1			16191
	Hentschel, David A. Thrift Plan		S	Jan/85	1	5011		9871
				Dec/84	1	85		3718
	Jenkins, Thomas D. Thrift Plan		S	Jan/85	1	5011		69786
				Jan/85	1			13134
OFFSET NATURAL RESOURCES LTD.	Leparulo, Angelo Thrift Plan		S	Jan/85	1	2727		11872
				Jan/85	1			2864
	McSweeney, William F. Thrift Plan		S	Jan/85	1	2182		12472
				Jan/85	1			6485
	Peterson, Robert L. Thrift Plan		DS	Jan 85	1	4240		219107
				Jan/85	1			2647
	Kreton, Betty	OFFSET NATURAL RES LTD	S	Jan/85	IR			1
	Hartley, Herman Scarborough	ONYX PETE EXPL LTD	D	Jan/85			18000	34224
	Lamond, Robert William Aurora Humboldt Energy Corporation	ORBIT OIL & GAS LTD	B	Feb/85	1			42271
				Feb/85	1			641522
ORBIT OIL & GAS LTD.				Feb 85	1	13500		
				Feb/85	E 1	52		
				Feb/85	1			3243593
								6243
	Mary J. Lamond							
	Young, Marshall N. Employee Savings Plan	PEMBINA RES LTD	S	Feb/84	IR1			150
				Dec 84	1			
				Dec/84	1		489	37
	RRSP			Feb/84	IR1			200
				Jan/85	1			400
PENNZOIL COMPANY	Bybee, William C. Stock Plan	PENNZOIL CO	S	Jan/84		335		6423
				Jan/84	1	589		2402
	Hover, William A.		D	Jan/85	Z	2559	4350	34888
PERREX RESOURCES INC.	Bazinnet, Ernest Walter	PERREX RES INC	S	Jan/85			8000	10000
PETROLANTIC RESOURCES INC.	Laudenslager, Arthur Edward	PETROLANTIC RES INC	DSB	Jan/85	G		5000	1048006
PETROX ENERGY & MINERAL CORPORATION	Trott, Nicholas P.	PETROX ENERGY & MINERAL OPTS	D	Feb/85	IR			30000
PHILLIPS PETROLEUM COMPANY	Armstrong, Oliver Wendell Trusts	PHILLIPS PETE CO	S	Jan/85	1	11742		13370
				Jan/85		8000		9541
PINE POINT MINES LIMITED	Canadian Pacific Railway Company Amended Cominco Ltd.	PINE POINT MINES LTD	B	Jan/85	1			2321570
				Oct/84			799900	2203
POPULAR INDUSTRIES LIMITED	Segal, Michael Lages Investments Limited	POPULAR INDS LTD	DSB01SI	Oct/84	1	200		701596

REPORTING ISSUER	INSIDER	SECURITY	RELIN	TRANS DATE	TYPE	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
POWER CORPORATION OF CANADA	Desmarais, Paul	POWER CORP OF CAN SUBORDINATE	B	Feb/85	1			200
	Garbriel Holdings Ltd.			Feb/85	1	4146000	4146000	---
	Monceag Investments Inc			Feb/85	1		(424836)	3721164
	Prime Investors Ltd.			Feb/85	1			3114072
	Gelco Enterprises Ltd.			Feb/85	1			1711250
	Transportation Management Corporation	POWER CORP PRIPED \$.15		Feb/85	1	30000		1075100
PRAIRIE OIL ROYALTIES COMPANY LIMITED	Tyerman, David M.	PRAIRIE OIL ROYALTIES LTD	DS	Jan/85	V	3		3
	Tyerman Holdings Limited			Jan/85	V 1	3000		3000
PRECAMBRIAN SHIELD RESOURCES LIMITED	Renner, Theodore H.	PRECAMBRIAN SHIELD RES LTD	DS	Feb/85		1000		2000
	RSP			Feb/85	1	1500		1500
PUBLIC SERVICE ELECTRIC AND GAS COMPANY	Franklin, Robert H.	PUBLIC SVC ELEC & GAS CO	S	Jan/85		6		412
	Librizzi, Frank P.			Jan/85		11		1536
	Saller, William			Jan/85		7		292
	Bondar, George F.			Feb/85		6300		27193
	Wife			Feb/85	1			15900
QCTV LTD.	Glanz, Richard H.	Q C T V LTD	D	Jan/85	X	6705		21938
	Grandson	QUAKER OATS CO	S	Jan/85	X		4063	2000
QUAKER OATS COMPANY, THE	Jones, Russell L.	QUAKER OATS CO	S	Feb/85	IR			---
	Kozitka, Richard E.			Jan/85			230	744
	Daughter			Jan/85	1			938
	Son			Jan/85	1			940
	MacAvoy, Thomas C.			Jan/85	V	100		200
QUARTZ CRYSTALS MINES LTD.	Marineau, Philip A.	QUARTZ CRYSTALS MINES LTD	DSB	Jan/85	IR			2924
	Stelk, Russell C.			Dec/84		8800		297744
	GTE Corporation							
	Thru Anglo-Canadian Tel. Co.							
	Quebec-Telephone							
QUINTERRA RESOURCES INC.	Keovil, Gordon A.	QUINTERRA RES INC	D	Jan/85	T 1	48823		2602670
	Reaugh, Larry W.			Jan/85			50000	381000
	L&E Drilling, a Co.			Jan/85			3000	69900
	Rea Industrial Corp.			Jan/85	1		1600	38496
	Reaugh Construction			Jan/85	1			3500
REDPATH INDUSTRIES LIMITED	Bulger, W. H.	REDPATH INDS LTD SRS B PREF	DS	Jan/85				2650
	Silverthorne Investments Inc.			Jan/85	IR1			100000
				Jan/85	IR1			\$4250000
	Burns, R. H.			Jan/85	IR1			100000
	R.H. Burns and Company Limited			Jan/85	IR1			\$4250000
	Clement, William H.	REDPATH INDS LTD SRS B PREF	DS	Jan/85	IR			100000
				Jan/85	IR			\$3250000
	Guglietti, J. G.			Jan/85	IR			100

REPORTING ISSUER	INSIDER	SECURITY	REL'N	TRANS DATE	TYPE	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
REDPATH INDUSTRIES LIMITED (Continued)	McEwen, Murray D. Bayne & Co.	REDPATH INDS LTD	DS	Feb/85	1			8000
	Eleanor McEwen			Feb/85	1			1000
	Held in name of Trustee			Feb/85	1			355
REVELSTOKE COMPANIES LTD.	Murray, P. L. Pinesmoke Investments Limited	REDPATH INDS LTD SRS B PREF	DS	Jan/85	IR1			100000
				Jan/85	IR1			\$4250000
	Wilson, R. Lynton Company's Share Purchase Plan			Dec/84	1	403		15403
	Wood, E. John Bayne & Co. Held in name of Trustee	REVELSTOKE COS LTD CL A	DSDIS	Feb/85	1			6
				Feb/85	1			6000
				Feb/85	1			109
	Berkhold, Gerald Andrew Montreal Trust Co. Venture Funding	REVELSTOKE COS LTD CL B	DSDIS	Dec/84	1			1450
				Dec/84	1	2162		11815
				Jan/85	1			183309
	Berkhold, Gerald Andrew Venture Funding	REVELSTOKE COS LTD CL A	DSDIS	Jan/85	1		300	290
ROBINSON, LITTLE & COMPANY LIMITED				Jan/85	1			39268
	Curry, Duncan Steele Montreal Trust Co. Venture Funding			Dec/84	1			57170
		REVELSTOKE COS LTD CL B	DSDIS	Dec/84	1	227		9120
				Jan/85	1	340		406149
				Jan/85	1			
	Curry, Duncan Steele Venture Funding	ROBINSON LITTLE & CO LTD	DSDIS	Jan/85	1	700		12134
				Jan/85	1			87004
	Leckie, Clare C. Hunter Enterprises of Manitoba Limited			Jan/85				10
		ROBINSON LITTLE & CO CL A NVTG	S	Jan/85	1		364300	231520
				Jan/85	1		30950	4360
ROCKWELL INTERNATIONAL CORPORATION	Oles, Carl John	ROYAL BK CDA	S	Jan/85	IR		7000	47284
	Siragusa, Ross David Jr. Trustee			Jan/85			1000	99170
	Western Ventures Inc.			Jan/85	1			163618
	Stafford, John R.	ROYAL GOLD & SILVER CORP	D	Jan/85	IR			185000
	Achen, Norman Charles			Dec/84		780 17		500
				Feb/85				653
	Beland, John P.	ROYAL GOLD & SILVER CORP	S	Dec/84		276		772
	Brennan, Michael Anthony			Dec/84		644		3192
	Bull, Warren C. Amended			Dec/84		380		1628
	Burnett, John T.	ROYAL GOLD & SILVER CORP	S	Dec/84		26		40
ROYAL GOLD & SILVER CORPORATION				Jan/85		328		3882
	Gregson, Brian Delynn			Jan/85	T	1028		130
	Watt, William C.	ROYAL GOLD & SILVER CORP	D	Feb/85	T			
	Solomon, David Samuel			Jan/85		26500	2500	38817
	Joint			Jan/85	1			35300

REPORTING ISSUER	INSIDER	SECURITY	REL'N	TRANS DATE	TYPE	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
ROYAL GOLD & SILVER CORPORATION (Continued)	Solomon, David Samuel Renaissance Industrial Corporation	ROYAL GOLD & SILVER CORP	D	Jan/85	1			22500
ROYAL TRUSTCO LIMITED	Dima, William A.	ROYAL TRUSTCO LTD	SI	Jan/85	IR			60191
	Fournier, Jean	ROYAL TRUSTCO LTD CL A CONV	D	Jul/84 Dec/84	1 V	165 165		330
	MacDougall, Haftland Molson	ROYAL TRUSTCO LTD WTS	DS	Jan/85		10000		10000
	Ross, Duncan D.	ROYAL TRUSTCO LTD CL A CONV	S	Dec/84	V	1500		3000
ROYEX GOLD MINING CORPORATION	Carroll, Paul Aylward Campac Development Corp RRSP	ROYEX GOLD MINING CORP PFD	SI	Jan/85 Jan/85	1 1		100 900	---
SCARBORO RESOURCES LIMITED	Barford, Ralph MacKenzie	SCARBORO RES LTD	S	Dec/84	IR			6200
	Makison, Michael J.		S	Jan/85	IR			1000
	Menzies, Carolyn		S	Jan/85	IR			2000
SCEPTRE RESOURCES LIMITED	Ambrose, Ronald W. Employee Savings Plan	SCEPTRE RES LTD	S	Feb/84	1	839		3746
	Emes, Allen F. Employee Savings Plan	SCEPTRE RES LTD 2ND PFD SR A	S	Feb/85 Feb/85 Feb/85	1 1 1	2723 20	804	7481 ---
	Freeman, Gary Williams Employee Savings Plan	SCEPTRE RES LTD	S	Dec/84	1	614		5458
	Inbusch, Stephen N. Employee Savings Plan Held by Nominee Retirement Account		S	Feb/85 Feb/85 Feb/85	1 1 1	594		2674 250 350
	Knowles, Norman Douglas wife	SCEPTRE RES LTD 2ND PFD SR B	S	Feb/85 Feb/85	1	2682	2682	---
SEAQUEST ENERGY LTD.	Phillippot, Ludovic W. Algeritex Industries Ltd.	SEAQUEST ENERGY LTD	DS	Jan/85		350		142049
SEAWAY MULTI-CORP. LIMITED	Benlevy Corporation Limited	SEAWAY MULTI CORP	B	Jan/85	1			32750
	Levy, Benjamin		DS	Feb/85			368342	---
	Levy, Morris P.		D	Feb/85		67467	1155	2470
	Peplevy Corporation Limited		B	Feb/85		300342		91704
SHEPHERD PRODUCTS LIMITED	Morrison, Russell J. RRSP wife	SHEPHERD PRODS LTD	D	Feb/85 Feb/85 Feb/85	1 1 1			683056
SILVERTON RESOURCES LTD.	Garnett, Frank J. J. Garnett Investments Ltd.	SILVERTON RES LTD	D	Dec/84	1	151936		56698 1200 13270
SOBEYS STORES LIMITED	Empire Company Limited Kepec Holdings Sobeys Stores Pension Fund	SOBEYS STORES LTD CL A	B	Jan/85 Jan/85	1 1	6900		759677
	Empire Company Limited	SOBEYS STORES LTD PFD SR 1981	B	Jan/85	1	3800		61450 450000 340000 7400

REPORTING ISSUER	INSIDER	SECURITY	REL 'N	TRANS DATE	TYPE	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
SOBEYS STORES LIMITED (Continued)	Empire Company Limited Sobeys Stores Pension Fund	SOBEYS STORES LTD PFD SR 1981	B	Jan/85	1			20000
SOMERVILLE BELKIN INDUSTRIES LIMITED	Belkin Packaging Ltd.	SOMERVILLE BELKIN PFD \$2.80	B	Feb/85		10488		10488
SONOR INVESTMENTS LIMITED	Ralph, Leonard G.	SONOR INVESTMENTS LTD	S	Feb/85	IR			200
SOUTHAM INC.	O'Halloran, Noel J.	SOUTHAM INC	S	Feb/85		300		500
SPRUCE FALLS POWER AND PAPER COMPANY, LIMITED	Spruce Falls Power and Paper Company, Limited	SPRUCE FALLS 9-1/4% DEB SER A		Oct/84		\$100000		
				Jan/85	R	\$30000		
				Jan/85	R	\$100000		
STANDARD BROADCASTING CORPORATION LIMITED	Nichols, Lawrence Malcom	STANDARD BROADCASTING LTD	DS	Jan/85		7500		
	Trustee			Jan/85			6500	1100
				Jan/85				2000
STANDARD OIL COMPANY (INDIANA)	Boswell, Henry O.	STANDARD OIL CO IND	D	Feb/85	F	838		7176
	In Trust			Feb/85	1			200
STUART HOUSE CANADA LIMITED	Ebata, Tyrus	STUART HOUSE INTL LTD (DLTD)	DSB	Dec/84			10	
	Harding, Bill		DSB	Dec/84			100	
	Hoy, Charles		DSB	Dec/84			200	
	Stuart, John L.		DSB	Dec/84			2608	
	Spousal			Dec/84	1		500	
	Vancor Investments Ltd			Dec/84		113077		508077
SULPETRO LIMITED	Bernstein, Raphael	SULPETRO LTD.	S	Jan/85		13900		50000
	Van Wielingen, Gus A.		DSB	Jan/85		40000		95551
	Clipper Oil & Gas Ltd.			Jan/85	1			127500
	Continental Energy Ventures			Jan/85	1			68914
	Mutual Investment Co.			Jan/85	1			52500
	Vangus Resources Ltd			Jan/85	1			1548716
SUMACH RESOURCES INC.	McDonald, John W.	SUMACH RES. INC.	D	Jan/85		10000		
				Feb/85			10000	142000
TARA EXPLORATION AND DEVELOPMENT COMPANY LIMITED	Cross, Philip S.	TARA EXPL & DEV LTD	S	Feb/85	X	5000		
				Feb/85			5000	
TECK CORPORATION	Keevil Jr. Norman Bell MGC Investments Ltd.	TECK CORP CL B		Jan/85				53953
	Keevil, Harold B.	TECK CORP CL A	DI	Jan/85	1		20000	188474
		TECK CORP CL B		Jan/85				
		TECK CORP SRS E 9-1/4% PFD		Jan/85			19100	14700
				Jan/85			4000	82900
TEDDY BEAR VALLEY MINES LIMITED	Hofmann, Ross E.	TEDDY BEAR VALLEY MINES LTD	DS	Oct/84	IR			2163906
TELE-CAPITAL INC.	Fabi, Bernard L'entremise de Societe Nouvelle de Production (Sherbrooke) Inc	TELE-CAPITAL INC CL A	D	Dec/84	IR			2900
	Gilles, Morneau		S	Dec/84	IR1			4000
				Feb/85	IR			500

REPORTING ISSUER	INSIDER	SECURITY	REL'N	TRANS DATE	TYPE	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
TELE-CAPITAL INC. (Continued)	Gilles, Vinet	TELE-CAPITAL INC CL A		Feb/85	IR			850
	Lemay, Raymond	TELE CAPITAL INC CL B	SI	Feb/85	IR			1
				Feb/85	IR			100
	Lessard, Pierre H.		DS	Dec/84	IR			100000
TELE-METROPOLE INC.	Perron, Michel	SECURITIES	S	Feb/85	IR			---
	Pommier, Paul A.	TELE-CAPITAL INC CL A		Dec/84	IR			13000
	Bourgie, Marc	TELE-METROPOLE INC CLASS A	D	Feb/85	IR			200
	Bernacki, Edward J. Thrift Plan	TENNECO INC	S	Jan/85		25		21
				Jan/85				363
	Blakely, Robert T. Thrift Plan		S	Jan/85		60		1424
	Daniels, H.E. ADRS Plan		S	Jan/85				100
	Son			Jan/85				63
	Thrift Plan			Jan/85		36		5
								5953
TENNECO INC.	Ewell, Vincent F. Jr Thrift Plan		S	Jan/85		48		4451
	Ketelsen, James L. Co-trustee of Trust Thrift Plan		DS	Jan/85				19500
				Jan/85				264
				Jan/85		61		10996
	Menikoff, Peter Self as Custodian for Daughter Thrift Plan		S	Jan/85				212
				Jan/85				212
				Jan/85		39		534
	Meyer, M.W. Thrift Plan		S	Jan/85		48		7877
	Park Jr., Tracy S. Thrift Plan			Aug/84				21
				Aug/85		956		956
TERRA MINES LTD.	Reese, Kenneth W. Thrift Plan		S	Jan/85		42		6265
	Robinson, Richard A. Thrift Plan		S	Jan/85				362
	Wife			Jan/85		44		4422
				Jan/85				300
	Sapp, Walter W. Thrift Plan		S	Jan/85		41		2829
	Sitter, William H. Thrift Plan		S	Jan/85		50		3480
	Cheesbrough, Peter Hilton RSP	TERRA MINES LTD	DS	Jan/85		225		4727
				Jan/85		2		52
	Shaw, Gordon H.		DS	Jan/85			3000	102887
				Jan/85		5041		---
TERRY GOLD EXPLORATIONS INC.	Weemers, Gerard B. RSP		D	Jan/85		20		421
				Jan/85		2416		50740
	Tokarsky, John Thomas Tokarsky Corporate Services Ltd.	TERRY GOLD EXPL INC	DSB	Feb/85				160001
THOMSON NEWSPAPERS LIMITED				Feb/85		1500		6950
	Thompson Newspapers Limited	THOMPSON NEWSPAPER CLASS A		Jan/85		19400		

REPORTING ISSUER	INSIDER	SECURITY	REL IN	TRANS DATE	TYPE	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
THOMSON NEWSPAPERS LIMITED (Continued)	Thompson Newspapers Limited	THOMPSON NEWSPAPER CLASS A		Jan/85	R		15100	---
TORONTO-DOMINION BANK	Bumstead, Ronald Glenn Retirement Savings Plan	TORONTO-DOM. BANK	S	Jan/85 Feb/85	1	300 40		17972 79
	Kolber, Ernest Leo Amended 87215 Canada Ltd.		D	Jan/85 Jan/85	1	50000		30719 50000
TOTAL PETROLEUM (NORTH AMERICA) LTD.	Compagnie Francaise de Petrole	TOTAL PETE N AMER LTD	B	Jan/85		287400		10022421
TRANSALTA UTILITIES CORPORATION	Canadian Utilities Limited In Trust	TRANSALTA UTILS CORP CL A	B	Jan/85 Jan/85	1		1900	46 12967
	Canadian Utilities Limited	TRANSALTA UTIL CORP PFD 10%	B	Jan/85			1300	1552
TRANSCANADA PIPELINES LIMITED	Britton, George C. Hanson, David G.	TRANSCANADA PPLNS LTD	S	Jan/85		1043		40394
	Latimer, Radcliffe R.		S	Jan/85		678		21198
	Orr, Kennedy C. RRSP Wife		S	Jan/85 Jan/85 Jan/85	1 1	2546 97		200507 64873 7426 200
	Pilon, Lionel H.		S	Dec/84 Jan/85		596	1099	46703
TRI-STAR RESOURCES LTD	Tri-Star Resources Ltd.	TRI STAR RES LTD		Jan/85		71500		1115600
TRILLIUM TELEPHONE SYSTEMS INC	Cowpland, Michael C.J. Greenway Management Corp.	TRILLIUM TELEPHONE SPECIAL	D	Jan/85	1	15000		15000
	Griffiths, Anthony Frear		DI	Feb/85	IR			5000
	Miller, Graham C. C.	SECURITIES	DI	Feb/85	IR			---
	Nanz, Theodore		SI	Feb 85	IR			---
TRIO-ARCHEAN DEVELOPMENTS INC.	Copetrex Oil & Gas Co. Ltd.	TRIO ARCHEAN DEV INC CL B		Jan/85		2000		111700
TRIZEC CORPORATION LTD.	Gilmour, Thomas Ritchie Amended Bayne & Company Moncal & Co.	TRIZEC CORP LTD CLASS A	S	Nov/84 Nov/84 Nov/84	1 1	4000		6500 4000 20500
TUDOR ENERGY CORPORATION	Cunningham, William D. Dragon Enterprises Inc. Tudor Energy Corporation Ltd.	TUDOR ENERGY CORP	DS	Jan/85 Jan/85	1		2000	154854 111116
U A P INC.	Ducharme, Claude	U A P INC CL A		Jan/85 Jan/85	R	20500		---
	Mongrain, Andre C.		S	Dec/84 Jan/85		200	800	400
ULS CAPITAL CORPORATION	Bradshaw, James A.	ULS CAPITAL CORP 1ST PFD SRS A	DISI	Dec/84		1600		12220
UNICAN SECURITY SYSTEMS LTD.	Unican Security Systems Ltd.	UNICAN SEC SYS LTD		Jan/85	IR			800
				Dec/84	R		7800	

REPORTING ISSUER	INSIDER	SECURITY	REL N	TRANS DATE	TYPE	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END BALANCE
UNICAN SECURITY SYSTEMS LTD. (Continued)	Unican Security Systems Ltd.	UNICAN SEC SYS LTD		Jan 85	M			
UNION ENTERPRISES LTD.	Webel, John Employee Share Ownership Plan	UNION ENTERPRISES LTD	SI	Jan/85		1384		17462
	Webel, John	UNION ENTERPRISES LTD OPTIONS	SI	Jan/85	1	97		768
UNITED STATES STEEL CORPORATION	Haase, Harold C.	U S STEEL CORP	S	Dec 84			4000	6000
	Richman, John M.		D	Jan/85	IR		35.2	200
VEGA GOLD EXPLORATIONS INC.	Tokarsky, John Thomas Tokarsky Corporate Services Ltd.	VEGA GOLD EXPLS INC	DS	Feb/85				1
VERSATILE CORPORATION	Heathcliff Greenhouses Ltd	VERSATILE CORP CL A		Feb/85				18266
		VERSATILE CORP CL B		Feb/85			19,749 16251	---
VS SERVICES LTD.	Boone, Robert Edward	VS SERVICES LTD	DS	Jan/85		6584	3500	3844
WALWYN INC	Ayers, John M.	WALWYN INC	SI	Jan/85	IR			1
	Beatty, David Ross	WALWYN INC SER A PREF	SI	Jan/85	IR			711
	Bishop, Robert A. RRSP	WALWYN INC	SI	Jan/85	IR			2000
	Howes, Annabelle L. RRSP	WALWYN INC SER A PREF	SI	Jan/85	IR			348
	Larson, Karl J.	WALWYN INC	SI	Jan/85	IR			2000
	Oates, William A.		S	Feb/85		1680		248
	Peacock, Kenneth S.		SI	Feb/85				600
	Raphael, Stephen L.		SI	Jan/85	IR			---
	Rodger, David S.		SI	Jan/85	IR			584
	Weisdorf, Mark A.		SI	Jan/85	IR			422
WARREN EXPLORATIONS LIMITED	Cooke, S.P. Michael	WARREN EXPL LTD	DS	Jan/85		23000		1500
WATSON LAKE MINES LIMITED	Beach, Wayne F.	WATSON LAKE MINES LTD	D	Feb/85	G		19003	8246
WESTFIELD MINERALS LIMITED	Meldrum, Andrea Herbert	SECURITIES	S	Feb/85	IR			1379
WESTFORT PETROLEUMS LTD.	Owen, James Wallace	WESTFORT PETES LTD	DS	Jan/85			1500	491286
WESTMOUNT RESOURCES LTD.	Phillips, Ross F. Banning Investments Ltd	WESTMOUNT RES LTD	D	Jan/85	1	2000		10330
WITCO CHEMICAL CORPORATION	Jain, Nirman S.	WITCO CHEM CORP	S	Jan/85			575	---
	Katz, Gerald		S	Jan/85	G	3153	812	5941
	Ottley, Norman F.		S	Jan/85	X		40	7000
				Jan/85			4760	7310
				Jan/85			450	4760

REPORTING ISSUER	INSIDER	SECURITY	REL'N	TRANS DATE	TYPE	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
WITCO CHEMICAL CORPORATION (Continued)	Ottley, Norman F.	WITCO CHEM CORP	S	Jan/85		939		939
	Samuel, Dan J.	SECURITIES	D	Feb/85	IR			---
	Vistica, Edward A.	WITCO CHEM CORP	S	Jan/85 Jan/85		1200	500	1700
	Wood, Leonard R.		S	Jan/85 Jan/85		5381	2605	13525
	Forbes, William Gooderham	WOODWARD STORES LTD	S	Jan/85		59		15817
WOODWARD'S LIMITED	Woodward, Charles Namby Wynn		D	Dec/84				81382
	Douglas Lake Cattle Company Ltd.			Dec/84	1		1000	1053556
WRIGHT-HARGREAVES MINES LIMITED	Allen, John C.L.	WRIGHT HARGREAVES MINES LTD	DI	Jan/85 Jan/85		5	244	5
YORBEAU RESOURCES INC.	Carroll, Paul Aylward	YORBEAU RESOURCES INC		Jan/85			5000	50000
YVANEX DEVELOPMENTS LIMITED	Financial Trustco Capital Ltd.	YVANEX DEV LTD	B	Feb/85 Feb/85		1065400		3844766 1843934
	Financial Trust Company				1			
	Gairdner, John Lewis In Trust		DB	Jan/85 Jan/85		500		206000
	Personal			Feb/85	1		1088050	401750
	RRSP			Jan/85 Jan/85	1 1			100000 4800

REPORT UNDER SECTION 113 OF THE ACT

MANAGEMENT COMPANY	SELLER	DATE OF TRANSACTION	NATURE OF TRANSACTION
INVESTORS SECURITIES MANAGEMENT LTD.	Provident Stock Fund	Feb/85	26,200 Shares U.S.F.
PRINCIPAL SECURITIES MANAGEMENT LIMITED	Principal Venture Fund Ltd.	Jan 13/85	1576 Mutual Fund Shares
"	"	Jan 13/85	247 Mutual Fund Shares
"	"	Jan 13/85	438 Mutual Fund Shares
"	"	Jan 13/85	22 Mutual Fund Shares
"	"	Jan 13/85	17 Mutual Fund Shares
"	"	Jan 15/85	11 Mutual Fund Shares
"	"	Jan 15/85	19 Mutual Fund Shares
"	"	Jan 15/85	12 Mutual Fund Shares
"	"	Jan 13/85	16 Mutual Fund Shares
"	"	Jan 13/85	60 Mutual Fund Shares
"	"	Jan 7/85	62 Mutual Fund Shares
"	"	Jan 14/85	59 Mutual Fund Shares
"	"	Jan 21/85	58 Mutual Fund Shares
"	"	Jan 26/85	56 Mutual Fund Shares
"	"	Jan 13/85	14 Mutual Fund Shares
"	"	Jan 13/85	15 Mutual Fund Shares
"	"	Jan 13/85	5 Mutual Fund Shares
"	"	Jan 13/85	154 Mutual Fund Shares
"	"	Jan 2/85	168 Mutual Fund Shares
"	"	Jan 13/85	196 Mutual Fund Shares
"	"	Dec 5/84	55 Mutual Fund Shares
"	"	Dec 12/84	194 Mutual Fund Shares
"	"	Dec 3/84	63 Mutual Fund Shares
"	"	Dec 10/84	64 Mutual Fund Shares
"	"	Dec 17/84	64 Mutual Fund Shares
"	"	Dec 27/84	63 Mutual Fund Shares
"	"	Dec 25/84	62 Mutual Fund Shares
"	"	Dec 31/84	12 Mutual Fund Shares
"	"	Dec 5/84	12 Mutual Fund Shares

CHAPTER 8
NOTICES OF EXEMPT FINANCINGS

REPORTS OF TRADES SUBMITTED ON FORM 20
UNDER THE SECURITIES ACT 1980

TRANSACTION DATE	PURCHASER	SECURITY	PRICE (\$)	AMOUNT
Feb. 13, 1985	Barlow, Angela E.	ACCESS BANKING NETWORK INC. COMMON SHARES	55,000	100,000 share(s)
"	Campbell, Ian C.	"	27,500	50,000 share(s)
Feb. 25, 1985	91384 Canada Inc.	AVINDA VIDEO INCORPORATED 13% DEBENTURES	120,000	One
"	Canada Trust Company	"	300,000	One
"	Canadian Imperial Bank of Commerce, The	"	500,000	One
"	HCI Holdings Ltd.	"	1,200,000	One
"	Kemp, Ronald V.	"	100,000	One
"	Mathews, Phyllis	"	"	One
"	NAFCO International Business Associates Inc.	"	105,000	One
"	Royal Bank of Canada, The	"	500,000	One
"	Security Trading Holdings Limited	"	375,000	One
Feb. 14, 1985	Condor Holdings Ltd.	BRITISH COLUMBIA FOREST PRODUCTS LIMITED - COMMON SHARES	3,116,635	311,635 share(s)
"	Dog Creek Investments Ltd.	"	2,100,580	210,058 share(s)
"	RRT Holdings Ltd.	"	2,385,340	238,534 share(s)
Dec. 31, 1984	Allegro, Gino	#DYONIX GREENTREE TECHNOLOGIES INC. - UNITS	10,000	1/2 unit(s)
Aug. 02, 1984	Bleeks, Wendall	"	10,000	1/2 unit(s)
Dec. 31, 1984	D & M Coleman Investments Limited	"	20,000	1 unit(s)
"	Denhez, marc	"	"	1
Feb. 29, 1984	Dymont, Michael J.	"	10,000	1/2 unit(s)
Oct. 31, 1984	Dyonix Inc.	"	20,000	1 unit(s)
Oct. 11, 1984	Earl, Arnold L.	"	20,000	1 unit(s)
Dec. 31, 1984	Galloway, Rosalind	"	5,000	1/4 unit(s)
"	Gibbs, David E.	"	20,000	1 unit(s)
"	Gray, Tom	"	"	1
"	Hall, Harold G.	"	10,000	1/2 unit(s)
"	Hamilton, Stephen	"	"	1/2

Offering Memorandum

REPORTS OF TRADES SUBMITTED ON FORM 20
UNDER THE SECURITIES ACT 1980

TRANSACTION DATE	PURCHASER	SECURITY	PRICE (\$)	AMOUNT
Dec. 31, 1984	Housberger, Lynn	#DYONIX GREENTREE TECHNOLOGIES INC. - UNITS	5,000	1/4 unit(s)
"	Kavanagh, Keith	"	20,000	1 unit(s)
"	Knowlton, Nick	"	"	1 "
"	Komrska, Frank	"	"	1 "
"	Lafleur, Vince	"	"	1 "
"	MacDonald, George	"	10,000	1/2 unit(s)
"	Makosz, M.	"	5,000	1/4 unit(s)
"	McCunn, Donald	"	20,000	1 unit(s)
Feb. 29, 1984	McCunn, Mary	"	20,000	1 unit(s)
Dec. 31, 1984	Morse, Bradford	"	20,000	1 unit(s)
"	Newman, Kevin	"	20,000	1 unit(s)
"	Olafson, Irving	"	10,000	1/2 unit(s)
"	Price, Daphne	"	20,000	1 unit(s)
"	Price, David G.	"	10,000	1/2 unit(s)
"	Robertson, Richard	"	"	1/2 "
Aug. 02, 1984	Stephens, Thomas M.	"	20,000	1 unit(s)
Dec. 31, 1984	Tennehouse, Penny	"	20,000	1 unit(s)
Nov. 21, 1984	Jennings, John	"	20,000	1 unit(s)
Feb. 01, 1985	Bleeman, A.	FIRST DEVONIAN EXPLORATIONS LTD. - UNITS	12,500	1 unit(s)
"	Eisele, Sylvia	FIRST MERCANTILE PARTNERSHIP, THE - UNITS	20,000 U.S.	20 unit(s)
"	Judy Schuster in trust	"	5,000 U.S.	5 unit(s)
"	Kok, Derk	"	10,000 U.S.	10 unit(s)
"	Mann, Alvin	"	15,000 U.S.	15 unit(s)
"	Rothschild, Kurt	"	10,000 U.S.	10 unit(s)
"	Rothschild, Lenny and Esther	"	25,000 U.S.	25 unit(s)
"	Tucker, Basil L.	"	20,000 U.S.	20 unit(s)
Feb. 06, 1985	Echenberg, Gordon L.	GLUSKIN SHEFF FUND, THE UNITS	10,000 U.S.	10 unit(s)
"	Lewis Select Ltd.	"	260,862	1 unit(s)
Feb. 11, 1985	Toronto Credits, Limited	HAMILTON CREDIT EXCHANGE LIMITED - COMMON SHARES	260,861	1 unit(s)
			249,999	33 share(s)

Offering Memorandum

REPORTS OF TRADES SUBMITTED ON FORM 20
UNDER THE SECURITIES ACT 1980

TRANSACTION DATE	PURCHASER	SECURITY	PRICE (\$)	AMOUNT
Feb. 01, 1985	United Lands Corporation Limited	MARLBOROUGH COURT I - UNIT	109,100	1 unit(s)
Jan. 31, 1985	Trustee of Neill and Gunter Limited Employees Pension Plan	MCLEAN BUDDEN POOLED PENSION FUND - UNIT	1,100,519	1 unit(s)
Dec. 15, 1984	Bentley, James	MEDITERRA PARTNERSHIP, THE UNITS	12,000	1 unit(s)
"	Brown, Donald I.	"	"	1 "
"	Gerantis Management Services Inc.	"	24,000	2 unit(s)
"	Gordon, Crawford	"	12,000	1 unit(s)
"	Hansen, Lea B.	"	"	1 "
"	Hugo, J.R.Y.	"	"	1 "
"	Knowles, Henry J.	"	"	1 "
"	Lawrence, John R.	"	"	1 "
"	Lewis, David A.	"	"	1 "
"	M.C. Beber Limited	"	"	1 "
"	McDonald, William	"	"	1 "
"	McKay, John R.	"	"	1 "
"	McNabl, Michael J.S	"	"	1 "
"	Prousky, V.	"	"	1 "
"	Richman, Martin	"	"	1 "
"	Sloan, J. David	"	"	1 "
"	Strauss, Louis A.	"	"	1 "
"	Van Kleef, Bert	"	"	1 "
"	Wilder, William P.	"	"	1 "
Feb. 11, 1985	Bazinet, Ernest W.	MILNER CONSOLIDATED SILVER MINES LTD. - UNITS	56,000	5 unit(s)
Dec. 20, 1984	Canadian Imperial Bank of Commerce	QUEENSTON GOLD MINES COMMON SHARES	5,099,458	4,026,100 share(s)
Dec. 20, 1984	Canadian Imperial Bank of Commerce	QUEENSTON GOLD MINES - ONE 6% DEB OF \$72,675 WITH INSTALMENT PAYMENTS OF \$24,225 DUE ON EACH NOV 25	540,992	\$540,992
Feb. 15, 1985	Co-Operators General Insurance Company	VARENNIA HOLDINGS LTD. - 9 1/4% CUMULATIVE REDEEMABLE PREFERRED SHARES	750,000	30,000 share(s)

RESALE OF SECURITIES

FORM - 21

<u>DATE OF RESALE</u>	<u>DATE OF ORIG PURCHASE</u>	<u>SELLER</u>	<u>SECURITY</u>	<u>PRICE (\$)</u>	<u>AMOUNT</u>
Feb. 20, 1985	Dec. 21, 1983	Mutual Life Assurance Company of Canada, The	GLENAYRE ELECTRONICS LTD. COMMON SHARES	76,000	7,600 share(s)
Feb. 14, 1984	Jul. 11, 1983	GR Investor Relations Inc.	HEDMAN RESOURCES LIMITED COMMON SHARES	1,260	2,000 share(s)
"	"	"	"	1,340	2,000 "
Feb. 05, 1985	"	"	"	1,560	3,000 "
Feb. 06, 1985	"	"	"	825	1,500 "
Feb. 08, 1985	"	"	"	2,100	3,500 "
Feb. 15, 1985	"	"	"	670	1,000 "

NOTICE OF INTENTION TO DISTRIBUTE SECURITIES PURSUANT TO SUBSECTION 7 OF SECTION 71

SELLER	SECURITY	AMOUNT
Scott, Charles R.	BROWN MCDADE RESOURCES LTD. - COMMON SHARES	201 275 share s
Conwest Exploration Company Limited	CHANCE MINING AND EXPLORATION COMPANY LIMITED COMMON SHARES	421,181 "
Meredith, Paul E.	HOLMER GOLD MINES LIMITED - COMMON SHARES	50,000 "
Brondyke, R. H.	JEDBURGH RESOURCES LTD. - COMMON SHARES	83,000 "
Cominco Ltd.	PINE POINT MINES LIMITED - COMMON SHARES "AMENDED"	800,000 "
Rogers, Edward S	ROGERS CABLESYSTEMS INC. - CLASS A AND/OR CLASS B SHARES	1,500,000 "
Alexander, Evelyn	STEINBERG INC. - NON-VOTING CLASS "A" SHARES	25,000 "
Cobrin, Marilyn	" "	25,000 "
E.R.G. Holdings Ltd.	" "	10,000 "
Ward, Maxwell w	WARDAIR INTERNATIONAL LTD. - COMMON SHARES	200,000 "

CHAPTER 9

TAKE-OVER BIDS, ISSUER BIDS

9.1 TAKE-OVER BIDS, ISSUER BIDS

TAKE-OVER BIDS, ISSUER BIDS

NOTICE OF INTENTION - FORM 35

ULSTER PETROLEUMS LTD.

UNICAN SECURITY SYSTEMS LTD.

CHAPTER 10
CONTINUOUS DISCLOSURE FILINGS

Public Documents Filed with the Ontario Securities Commission

ISSUER	TITLE
ABITIBI-PRICE INC.	PRESS RELEASE
ABITIBI-PRICE INC.	PRESS RELEASE
ACKLANDS LTD.	PRESS RELEASE
AGGRESSIVE MINING LTD.	FORM 27-MAT. CHANGE
ALBERTA ENERGY COMPANY LTD.	PRESS RELEASE
ALBERTA NATURAL GAS COMPANY LTD.	YEARLY REVIEW - YEAR
ALCAN ALUMINIUM LIMITED	PRESS RELEASE
ALGOMA STEEL CORPORATION LIMITED	PRESS RELEASE
ALGOMA STEEL CORPORATION LIMITED	PRESS RELEASE
AMCA INTERNATIONAL LIMITED	ISSUE OF SHARES
AMCA INTERNATIONAL LIMITED	PRESS RELEASE
AMCA INTERNATIONAL LIMITED	PRESS RELEASE
AMERICAN EAGLE PETROLEUMS LIMITED	PRESS RELEASE
ANDROCK INC.	ANNUAL REPORT
ANDROCK INC.	SHRHLDRS. MTNG. MAT.
ANGLO ENERGY LIMITED	PRESS RELEASE
ARBOR CAPITAL RESOURCES INC.	SHRHLDRS. MTNG. MAT.
ARGCEN HOLDINGS INC.	FORM 27-MAT. CHANGE
ARGUS CORPORATION LIMITED	T.S.E. MATERIAL
ARGUS CORPORATION LIMITED	T.S.E. MATERIAL
ARGUS CORPORATION LIMITED	FORM 27-MAT. CHANGE
ASAMERA INC.	PRESS RELEASE
ATCO LTD.	ANNUAL INFO. FORM
AVINDA VIDEO INCORPORATED	T.S.E. MATERIAL
B.T. SPECIAL EQUITY FUND	PRIVATE PLACEMENTS
BANK OF BRITISH COLUMBIA	PRESS RELEASE
BANK OF MONTREAL	ANNUAL REPORT
BANK OF NOVA SCOTIA	SHAREHOLDER DIVIDEND
BARNWELL INDUSTRIES INC.	10Q 3 MN DE 31 84
BARRICK RESOURCES CORPORATION	LET. TO SHAREHOLDERS
BARRINGTON PETROLEUM LTD.	IFS 6 MN DE 31 84
BARRINGTON PETROLEUM LTD.	T.S.E. MATERIAL
BARRINGTON PETROLEUM LTD.	T.S.E. MATERIAL
BARRINGTON PETROLEUM LTD.	T.S.E. MATERIAL
BARRINGTON PETROLEUM LTD.	T.S.E. MATERIAL
BARRINGTON PETROLEUM LTD.	NAME CHANGE
BARRINGTON PROPERTIES LTD.	NAME CHANGE
BAXTER TECHNOLOGIES CORPORATION	PRESS RELEASE
BC RAIL LTD.	PRESS RELEASE
BC RAIL LTD.	PRESS RELEASE
BC RAIL LTD.	PRESS RELEASE
BC RAIL LTD.	PRESS RELEASE
BEAU CANADA EXPLORATION LTD.	PRESS RELEASE
BELL CANADA	ISSUED SECURITIES
BELL CANADA	PRESS RELEASE
BELL CANADA	PRESS RELEASE
BELL CANADA ENTERPRISES INC.	RULING/ORDER/REASONS
BELL CANADA ENTERPRISES INC.	PRESS RELEASE
BELL CANADA ENTERPRISES INC.	PRESS RELEASE

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ISSUER	TITLE
BGR PRECIOUS METALS INC.	T.S.E. MATERIAL
BLACK PHOTO CORPORATION LIMITED	IFS 9 MN DE 31 84
BLACK RIVER RESOURCES INC.	IFS 3 MN NO 30 84
BOW VALLEY INDUSTRIES LTD.	PRESS RELEASE
BOW VALLEY RESOURCE SERVICES LTD.	PRESS RELEASE
BRALORNE RESOURCES LIMITED	PRESS RELEASE
BRICAN RESOURCES LTD.	ANNUAL REPORT
BRICAN RESOURCES LTD.	SHRHLDRS. MTNG. MAT.
BRISA INTERNATIONAL S.A.	ANNUAL REPORT
BRISA INTERNATIONAL S.A.	FORM 27-MAT. CHANGE
BRITISH COLUMBIA FOREST PRODUCTS LIMITED	FOURTH QUARTER REPOR
BRITISH COLUMBIA FOREST PRODUCTS LIMITED	PRESS RELEASE
BRITISH COLUMBIA RESOURCES INVESTMENT	PRESS RELEASE
BRITISH COLUMBIA RESOURCES INVESTMENT	PRESS RELEASE
BRITISH PETROLEUM COMPANY P.L.C.	FORM 6-K
BRITISH TELECOMMUNICATIONS PLC	INTERESTS OF DIRECTO
BROULAN RESOURCES INC.	PRIVATE PLACEMENTS
CABOT TRUST COMPANY	SHARES HELD BY DIREC
CAMINO GOLD MINES LIMITED	RULING/ORDER/REASONS
CANADA DEVELOPMENT CORPORATION	PRESS RELEASE
CANADA GEOTHERMAL OIL LIMITED	LET. TO SHAREHOLDERS
CANADA MALTING CO. LIMITED	PRESS RELEASE
CANADA PERMANENT MORTGAGE CORPORATION	PRESS RELEASE
CANADA SOUTHERN PETROLEUM LTD.	IFS 6 MN DE 31 84
CANADA TRUSTCO MORTGAGE COMPANY	CERTIFIED ANNUAL REP
CANADA TRUSTCO MORTGAGE COMPANY	SHRHLDRS. MTNG. MAT.
CANADIAN CORPORATE MANAGEMENT COMPANY	UNAUDITED RESULTS FO
CANADIAN GENERAL INSURANCE GROUP	AUD. ANN. FIN. STMT.
CANADIAN GENERAL INSURANCE GROUP	SHRHLDRS. MTNG. MAT.
CANADIAN PACIFIC LIMITED	FORM 27-MAT. CHANGE
CANADIAN PACIFIC LIMITED	PRESS RELEASE
CANADIAN TIRE CORPORATION LIMITED	PRESS RELEASE
CANADIAN UTILITIES LIMITED	PRESS RELEASE
CANADIAN UTILITIES LIMITED	PRESS RELEASE
CANADIAN WORLDWIDE ENERGY LIMITED	PRESS RELEASE
CANAMAX RESOURCES INC.	PRESS RELEASE
CANAMAX RESOURCES INC.	PRESS RELEASE
CANAMAX RESOURCES INC.	PRESS RELEASE
CANAMAX RESOURCES INC.	PRESS RELEASE
CANPER RESOURCES INC.	FORM 27-MAT. CHANGE
CANPER RESOURCES INC.	PRESS RELEASE
CANRON INC.	PRESS RELEASE
CAPITAL GROWTH FUND LIMITED	IFS 6 MN NO 30 84
CARDIFF URANIUM MINES LIMITED	PRESS RELEASE
CARDIFF URANIUM MINES LIMITED	FORM 27-MAT. CHANGE
CARLING O'KEEFE LIMITED	IFS 9 MN DE 31 84
CARLING O'KEEFE LIMITED	PRESS RELEASE
CARLING O'KEEFE LIMITED	CERTIF. OF MAILING

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ISSUER	TITLE
CARMA LTD.	PRESS RELEASE
CARRIAGE SMALL BUSINESS VENTURES	AUD. ANN. FIN. STMT.
CARRIAGE SMALL BUSINESS VENTURES	CHANGE IN YEAR END
CARVEL PARTNERSHIP	PRIVATE PLACEMENTS
CCL INDUSTRIES INC.	EXEMPT FIN. NOTICE
CCL INDUSTRIES INC.	PRIVATE PLACEMENTS
CENTRAL DYNAMICS LTD.	IFS 9 MN DE 31 84
CENTRAL TRUST COMPANY	IFS 12 MN DE 31 84
CENTRAL TRUST COMPANY	OPERATING RESULTS -
CENTRAL TRUST COMPANY	DIVIDEND NOTICE
CENTRAL TRUST COMPANY	PRESS RELEASE
CHARRIOT RESOURCES LTD.	RULING/ORDER/REASONS
CHIEFTAIN DEVELOPMENT CO. LTD.	PRESS RELEASE
CLAIBORNE INDUSTRIES LIMITED	AUD. ANN. FIN. STMT.
CLAIBORNE INDUSTRIES LIMITED	IFS 3 MN DE 31 84
CLAIBORNE INDUSTRIES LIMITED	LET. TO SHAREHOLDERS
CLAIBORNE INDUSTRIES LIMITED	SHRHLDRS. MTNG. MAT.
COMMERCIAL OIL AND GAS LTD.	PRESS RELEASE
COMPUTER INNOVATIONS DISTRIBUTION INC.	IFS 39 WK DE 29 84
CONDOR CERAMIC MINERALS LIMITED	FORM 28-ANN. FILING
CONSOLIDATED BRANLY RESOURCES INC.	PRIVATE PLACEMENTS
CONSOLIDATED BRANLY RESOURCES INC.	PRIVATE PLACEMENTS
CONSUMERS GLASS COMPANY LIMITED	RESULTS FOR THE YEAR
CONSUMERS GLASS COMPANY LIMITED	LET. TO SHAREHOLDERS
CONSUMERS' GAS COMPANY LTD., THE	PRESS RELEASE
CONTINENTAL BANK MORTGAGE CORPORATION	RULING/ORDER/REASONS
CONTINENTAL BANK OF CANADA	APPLICATION
CONTINENTAL BANK OF CANADA	RULING/ORDER/REASONS
CONTINENTAL BANK OF CANADA	APPLICATION
CONTINENTAL BANK OF CANADA	APPLICATION
CONTINENTAL BANK OF CANADA	APPLICATION
CONTINENTAL BANK OF CANADA	ANNUAL INFO. FORM
CONWEST EXPLORATION COMPANY LIMITED	PRESS RELEASE
COSTAIN LIMITED	PRESS RELEASE
CRAIGMONT MINES LIMITED	FORM 27-MAT. CHANGE
CRANWELL OIL COMPANY LTD.	AUD. ANN. FIN. STMT.
CRANWELL OIL COMPANY LTD.	IFS 3 MN DE 31 84
CROWNBRIDGE INDUSTRIES INC.	AUD. ANN. FIN. STMT.
CROWNBRIDGE INDUSTRIES INC.	FORM 28-ANN. FILING
CROWNBRIDGE INDUSTRIES INC.	RULING/ORDER/REASONS
CROWNX INC.	UNAUDITED RESULTS -
CROWNX INC.	PRESS RELEASE
CURRIE ROSE RESOURCES INC.	PRESS RELEASE
DAON DEVELOPMENT CORPORATION	RULING/ORDER/REASONS
DART & KRAFT INC.	FOURTH QUARTER RESUL
DELTA BENCO LIMITED	SHRHLDRS. MTNG. MAT.
DENISON MINES LTD.	PRESS RELEASE
DENISON MINES LTD.	PRESS RELEASE

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ISSUER	TITLE
DENISON MINES LTD.	PRESS RELEASE
DENISON MINES LTD.	DIVIDEND NOTICE
DIGITECH LTD.	IFS 6 MN DE 31 84
DISCOVERY MINES LIMITED	CHANGE OF ADDRESS
DOFASCO INC.	EXEMPT FIN. NOTICE
DOFASCO INC.	EXEMPT FIN. NOTICE
DOME PETROLEUM LIMITED	FORM 27-MAT. CHANGE
DOMINION STORES LIMITED	FORM 27-MAT. CHANGE
DRUMMOND PETROLEUM LTD.	PRESS RELEASE
DU PONT CANADA INC.	QUARTERLY REPORT - P
DUMAGAMI MINES LIMITED	IFS 3 MN DE 31 84
DUMAGAMI MINES LIMITED	PRESS RELEASE
DYLEX LIMITED	PRESS RELEASE
DYNAMIC PROSPECTOR FUND	PROSPECTUS
ELECTROHOME LIMITED	FOURTH QUARTER REPOR
ELECTROHOME LIMITED	PRESS RELEASE
ENERCAN GROUP INC., THE	LET. TO SHAREHOLDERS
ENERCAN GROUP INC., THE	CERTIF. OF MAILING
ENERGY & RESOURCES (CAM) LTD.	FORM 27-MAT. CHANGE
ENERGY & RESOURCES (CAM) LTD.	EXEMPT FIN. NOTICE
ENERTEC CORPORATION	CERTIF. OF MAILING
ENFOPRISE II & COMPANY, LIMITED	PRIVATE PLACEMENTS
ENSERCH CORPORATION	FORM 8-K
ETHYL CORPORATION	YEAR ENDED DECEMBER
ETHYL CORPORATION	PRESS RELEASE
EXROY RESOURCES LTD.	IFS 9 MN DE 31 84
EXUMA CAPITAL LIMITED	IFS 3 MN DE 31 84
FALCONBRIDGE LIMITED	PRESS RELEASE
FALCONBRIDGE LIMITED	PRESS RELEASE
FALCONBRIDGE LIMITED	PRESS RELEASE
FALCONBRIDGE LIMITED	PRELIM. PROSPECTUS
FATHOM OCEANOLOGY LIMITED	IFS 9 MN DE 31 84
FCA INTERNATIONAL LTD.	IFS 6 MN DE 31 84
FEDERAL PIONEER LIMITED	PRESS RELEASE
FINANCIAL TRUSTCO CAPITAL LTD.	PRESS RELEASE
FLEET AEROSPACE CORPORATION	ANNUAL REPORT
FLEET AEROSPACE CORPORATION	IFS 3 MN DE 31 84
FLEET AEROSPACE CORPORATION	SHRHLDRS. MTNG. MAT.
FLEET AEROSPACE CORPORATION	PRESS RELEASE
FLEET AEROSPACE CORPORATION	PRESS RELEASE
FLEET AEROSPACE CORPORATION	SHRHLDRS. MTNG. MAT.
FORD MOTOR COMPANY OF CANADA LTD.	PRESS RELEASE
FUTURTEK COMMUNICATIONS INC.	PRESS RELEASE
GALTACO INC.	PRESS RELEASE
GAZ METROPOLITAIN, INC.	T.S.E. MATERIAL
GBC CAPITAL LTD.	IFS 3 MN DE 31 84
GEAC COMPUTER CORPORATION LIMITED	PRESS RELEASE
GEAC COMPUTER CORPORATION LIMITED	PRESS RELEASE

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GENERAL ALLIED OIL & GAS CO.	SHRHLDERS. MTNG. MAT.
GLAMIS GOLD LTD.	T.S.E. MATERIAL
GLENAYRE ELECTRONICS LTD.	PRIVATE PLACEMENTS
GOLDEX MINES LIMITED	IFS 3 MN DE 31 84
GOLDEX MINES LIMITED	PRESS RELEASE
GOLDSEARCH INC.	IFS 9 MN DE 31 84
GOODYEAR CANADA INC.	PRESS RELEASE
GRAFTON GROUP LIMITED	DIVIDEND NOTICE
GREAT LAKES GROUP INC.	PRESS RELEASE
GREATER WINNIPEG GAS COMPANY	CHANGE DIRECTORS
GUARANTY TRUST COMPANY OF CANADA	SHRHLDERS. MTNG. MAT.
HALEY INDUSTRIES LIMITED	PRESS RELEASE
HAMMERSON PROPERTY INVES'T & DEVELOP.	T.S.E. MATERIAL
HARTCO ENTERPRISES INC.	SHARE ISSUE
HARVEY WOODS LIMITED	T.S.E. MATERIAL
HAWKER SIDDELEY CANADA INC.	PRESS RELEASE
HIRAM WALKER RESOURCES LTD.	PRESS RELEASE
HOFFMAN EXPLORATION AND MINERALS LIMITED	IFS 6 MN DE 31 84
HUDSON BAY MINING AND SMELTING CO.,	PRESS RELEASE
HUDSON BAY MINING AND SMELTING CO.,	PRESS RELEASE
HYDRA EXPLORATIONS LIMITED	PRIVATE PLACEMENTS
IMASCO LIMITED	IFS 9 MN DE 31 84
IMASCO LIMITED	SHRHLDERS. MTNG. MAT.
IMPERIAL LIFE ASSURANCE COMPANY OF	SHRHLDERS. MTNG. MAT.
IMPERIAL OIL LIMITED	IFS 12 MN DE 31 84
INEXCO OIL COMPANY	PRESS RELEASE
INLAND NATURAL GAS CO. LTD.	IFS 6 MN DE 31 84
INTER-CITY GAS CORPORATION	PRESS RELEASE
INTER-ROCK OIL COMPANY OF CANADA LIMITED	IFS 6 MN DE 31 84
INTERMETCO LIMITED	PRESS RELEASE
INTERNATIONAL VENTURE CAPITAL PARTNERS	OFFERING MEMORANDUM
INTERNATIONAL VENTURE CAPITAL PARTNERS	PRIVATE PLACEMENTS
INVESTORS GROUP, THE	PRESS RELEASE
INVESTORS GROUP, THE	PRESS RELEASE
INVESTORS MUTUAL OF CANADA LIMITED	PRESS RELEASE
IVACO INC.	CLASS B VOTING SHARE
JAMEX RESOURCES LIMITED	IFS 9 MN DE 31 84
JAMIE FRONTIER RESOURCES INC.	PROGRESS REPORT TO S
JAPAN FUND INC.	ANNUAL REPORT
KALROCK DEVELOPMENTS LIMITED	PRESS RELEASE
KANATA GENESIS FUND LTD.	IFS 6 MN DE 31 84
KERR-MCGEE CORPORATION	ANNUAL MEETING DATE
LAC MINERALS LTD.	PRESS RELEASE
LAC MINERALS LTD.	PRESS RELEASE
LAFARGE CORPORATION	PRESS RELEASE
LAKE ONTARIO CEMENT LIMITED	PRESS RELEASE
LAKETON ZERO COUPON BOND FUND NO. 1	PRIVATE PLACEMENTS
LAVA CAP RESOURCES LTD.	FORM 27-MAT. CHANGE

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ISSUER	TITLE
LEHNDORFF CANADIAN PROPERTIES	IFS 9 MN DE 31 84
LEIGH INSTRUMENTS LIMITED	IFS 6 MN DE 31 84
LENORA EXPLORATIONS LTD.	PRESS RELEASE
LINEAR TECHNOLOGY INC.	PRESS RELEASE
LOBLAWS LIMITED	PRIVATE PLACEMENTS
LOKI RESOURCES INC.	IFS 9 MN DE 31 84
LUNEL ENTERPRISES INC.	ANNUAL REPORT
LUNEL ENTERPRISES INC.	IFS 9 MN DE 31 84
LUNEL ENTERPRISES INC.	SHRHLDRS. MTNG. MAT.
LUNEL ENTERPRISES INC.	RULING/ORDER/REASONS
LYNX-CANADA EXPLORATIONS LTD.	PRESS RELEASE
MACLEAN HUNTER LIMITED	EXEMPT FIN. NOTICE
MACMILLAN BLOEDEL LIMITED	T.S.E. MATERIAL
MAGNA INTERNATIONAL INC.	T.S.E. MATERIAL
MAJESTIC CONTRACTORS LIMITED	PRESS RELEASE
MALARTIC HYGRADE GOLD MINES (CANADA)	REPORT - YEAR ENDED
MAPLE MOUNTAIN RESOURCES LIMITED	AUD. ANN. FIN. STMT.
MAPLE MOUNTAIN RESOURCES LIMITED	ANNUAL REPORT
MAPLE MOUNTAIN RESOURCES LIMITED	IFS 3 MN DE 31 84
MAPLE MOUNTAIN RESOURCES LIMITED	SHRHLDRS. MTNG. MAT.
MAPLEX MANAGEMENT & HOLDINGS LIMITED	PRESS RELEASE
MASCOT GOLD MINES LIMITED	T.S.E. MATERIAL
MDS HEALTH GROUP LTD.	ANNUAL REPORT
MDS HEALTH GROUP LTD.	SHRHLDRS. MTNG. MAT.
MEADOWVALE GARDENS APARTMENT	AUD. ANN. FIN. STMT.
MEADOWVALE GARDENS APARTMENT	FORM 28-ANN. FILING
MERLAND EXPLORATIONS LIMITED	PRESS RELEASE
MERLAND EXPLORATIONS LIMITED	PRESS RELEASE
MEXTOR MINERALS LIMITED	AUD. ANN. FIN. STMT.
MIDCON OIL & GAS LIMITED	IFS 6 MN DE 31 84
MIDLAND ENERGY CORP.	PRESS RELEASE
MIKES SUBMARINES INC.	PRIVATE PLACEMENTS
MILLERS COVE RESOURCES, INC.	PRESS RELEASE
MOLSON COMPANIES LTD., THE	IFS 9 MN DE 31 84
MOLSON COMPANIES LTD., THE	PRESS RELEASE
MOLSON COMPANIES LTD., THE	PRESS RELEASE
MOORE CORPORATION LIMITED	DIVIDEND NOTICE
MOORE CORPORATION LIMITED	PRESS RELEASE
MOSS RESOURCES LTD.	PRESS RELEASE
MOTHER'S RESTAURANTS LIMITED	AUD. ANN. FIN. STMT.
MOTHER'S RESTAURANTS LIMITED	CERTIF. OF MAILING
MPG INVESTMENT CORPORATON LIMITED	IFS 6 MN DE 31 84
MPG INVESTMENT CORPORATON LIMITED	VALUE PER COMMON SHA
NABISCO BRANDS LTD.	PRESS RELEASE
NABISCO BRANDS LTD.	DIVIDEND NOTICE
NATIONAL BANK OF CANADA	ANNUAL REPORT
NATIONAL BANK OF CANADA	PRESS RELEASE
NATIONAL BANK OF CANADA	ANNUAL INFO. FORM

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ISSUER	TITLE
NATIONAL BUSINESS SYSTEMS INC.	10Q 3 MN DE 31 84
NATIONAL SEA PRODUCTS LIMITED	PRESS RELEASE
NATIONAL VICTORIA AND GREY TRUST COMPANY	PRESS RELEASE
NEW BRUNSWICK TELEPHONE COMPANY,	OUTSTANDING CAPITAL
NEW COLONY ENERGY CORPORATION	AUD. ANN. FIN. STMT.
NEWBRUN RESOURCES LTD.	IFS 9 MN DE 31 84
NEWFOUNDLAND CAPITAL CORPORATION LIMITED	PRESS RELEASE
NEWFOUNDLAND LIGHT & POWER CO. LIMITED	PRESS RELEASE
NI-CAL DEVELOPMENTS LTD.	APPLICATION
NI-CAL DEVELOPMENTS LTD.	RULING/ORDER/REASONS
NI-CAL TECHNOLOGY LTD.	RULING/ORDER/REASONS
NOMA INDUSTRIES LIMITED	DIVIDEND NOTICE
NORANDA INC.	T.S.E. MATERIAL
NORCEN ENERGY RESOURCES LIMITED	PRESS RELEASE
NORDAIR LTD.	PRESS RELEASE
NORTH CANADIAN OILS LIMITED	CONVERTIBLE DEBENTUR
NORTHERN FRONTIER GENERAL INSURANCE CO.	TAKEOVER/FORM 35
NORTHERN TELECOM LIMITED	EXEMPT FIN. NOTICE
NORTHERN TELECOM LIMITED	PRESS RELEASE
NORTHERN TELECOM LIMITED	PRESS RELEASE
NORTHUMBERLAND MINES LIMITED	T.S.E. MATERIAL
NORTHWESTERN UTILITIES LIMITED	PRESS RELEASE
NOVA, AN ALBERTA CORPORATION	SHARE ISSUE
NOVA, AN ALBERTA CORPORATION	STOCK OPTIONS
NUINSCO RESOURCES LIMITED	PRESS RELEASE
O'BRIEN ENERGY & RESOURCES LIMITED	PRIVATE PLACEMENTS
OMNIBUS COMPUTER GRAPHICS INC.	ANNUAL REPORT
OMNIBUS COMPUTER GRAPHICS INC.	SHRHLDRS. MTNG. MAT.
ORBIT OIL & GAS LTD.	T.S.E. MATERIAL
ORCANA RESOURCES LIMITED	ANNUAL REPORT
ORCANA RESOURCES LIMITED	SHRHLDRS. MTNG. MAT.
ORION CAPITAL CORPORATION	PRESS RELEASE
OROFINO RESOURCES LIMITED	ANNUAL REPORT
OROFINO RESOURCES LIMITED	SHRHLDRS. MTNG. MAT.
OSC - DRAFT NATIONAL POLICY NO. 36	SUBMISSION
OSC - DRAFT NATIONAL POLICY NO. 36	SUBMISSION
OSC - PROPOSED NEW SECURITIES ACT	SUBMISSION OF THE TO
PACIFIC TRANS-OCEAN RESOURCES LTD.	PRESS RELEASE
PAMOUR PORCUPINE MINES LIMITED	PRESS RELEASE
PANCANADIAN PETROLEUM LTD.	PRESS RELEASE
PARKLAND INDUSTRIES LTD.	PARKLAND SALES AND E
PARKLAND INDUSTRIES LTD.	PRESS RELEASE
PARKLAND INDUSTRIES LTD.	PRIVATE PLACEMENTS
PCL INDUSTRIES LIMITED	PRESS RELEASE
PERSONICS CORPORATION	PRIVATE PLACEMENTS
PETRO-CANADA PRODUCTS INC.	T.S.E. MATERIAL
PETRO-CANADA PRODUCTS INC.	FORM 27-MAT. CHANGE
PETRO-CANADA PRODUCTS INC.	T.S.E. MATERIAL

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PHOTO ENGRAVERS & ELECTROTYPERS LTD.	ANNUAL REPORT
PLACER DEVELOPMENT LIMITED	PRESS RELEASE
PLAINS PETROLEUM LIMITED	IFS 3 MN DE 31 84
PLEXUS RESOURCES CORPORATION	IFS 6 MN DE 31 84
POMAC MINES LIMITED	PRESS RELEASE
POPULAR INDUSTRIES LIMITED	ANNUAL REPORT
POPULAR INDUSTRIES LIMITED	SHRHLDRS. MTNG. MAT.
POPULAR INDUSTRIES LIMITED	SHRHLDRS. MTNG. MAT.
POWER CORPORATION OF CANADA	PRESS RELEASE
PRARIE MALL HOLDINGS LIMITED PARTNERSHIP	PRIVATE PLACEMENTS
PRIMROSE TECHNOLOGY CORPORATION	YEAR END DATE
QUEENSTON GOLD MINES LIMITED	SHRHLDRS. MTNG. MAT.
READYFOODS LIMITED	PRESS RELEASE
READYFOODS LIMITED	FORM 27-MAT. CHANGE
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READYFOODS LIMITED	MERGER-AMALGAMATION
RED ROCKET EXPLORATION INC.	ARTICLES OF AMENDMEN
REDFORD RESOURCES INC.	AUD. ANN. FIN. STMT.
REDLAW INDUSTRIES INC.	FIN. RESULTS - 3 MON
REDLAW INDUSTRIES INC.	PRESS RELEASE
REDLAW INDUSTRIES INC.	PRESS RELEASE
REDPATH INDUSTRIES LIMITED	PRESS RELEASE
REDPATH INDUSTRIES LIMITED	T.S.E. MATERIAL
REDPATH INDUSTRIES LIMITED	PRESS RELEASE
REDPATH INDUSTRIES LIMITED	PRESS RELEASE
REGIONAL RESOURCES LTD.	PRESS RELEASE
REGIONAL RESOURCES LTD.	PRESS RELEASE
REGIONAL RESOURCES LTD.	PRESS RELEASE
REICHOLD LIMITED	FORM 27-MAT. CHANGE
RELAX INNS BURLINGTON-WINDSOR	APPLICATION
RELAX INNS BURLINGTON-WINDSOR	APPLICATION
RELAX INNS BURLINGTON-WINDSOR	RULING/ORDER/REASONS
RENAISSANCE ENERGY LTD.	PRIVATE PLACEMENTS
ROLLINS PARTNERSHIP NUMBER FOUR	PRIVATE PLACEMENTS
RONRICO EXPLORATIONS LTD.	AUD. ANN. FIN. STMT.
RONRICO EXPLORATIONS LTD.	SHRHLDRS. MTNG. MAT.
ROTHMAN'S OF PALL MALL CANADA LTD.	IFS 9 MN DE 31 84
ROTHMAN'S OF PALL MALL CANADA LTD.	PRESS RELEASE
ROXY PETROLEUM LTD.	PRESS RELEASE
ROYAL TRUST COMPANY MORTGAGE CORPORATION	ANNUAL REPORT
ROYAL TRUSTCO LIMITED	ANNUAL INFO. FORM
SANDWELL AND COMPANY LIMITED	PRESS RELEASE
SCANNAR INDUSTRIES INC.	PRIVATE PLACEMENTS
SCARBORO RESOURCES LIMITED	NOTICE OF PROP. INTE
SCOTT PAPER LIMITED	PRESS RELEASE
SCUDDER CAPITAL GROWTH FUND, INC.	IFS 3 MN DE 31 84
SCURRY-RAINBOW OIL LIMITED	PRESS RELEASE
SEAGRAM COMPANY LTD.	DIVIDEND NOTICE

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ISSUER	TITLE
SEARCHMONT EXPLORATIONS LTD.	OFFERING MEMORANDUM
SEARCHMONT EXPLORATIONS LTD.	PRIVATE PLACEMENTS
SEEL MORTGAGE INVESTMENT CORPORATION	ANNUAL REPORT
SHELL OIL COMPANY	IFS 3 MN DE 31 84
SHERITT GORDON MINES LIMITED	PRIVATE PLACEMENTS
SHL SYSTEMHOUSE INC.	NAME CHANGE
SLATER STEELS CORPORATION	PRESS RELEASE
SPAR AEROSPACE LIMITED	T.S.E. MATERIAL
SPAR AEROSPACE LIMITED	NO. OF SPECIAL SHARE
SPRING FEVER (FORMERLY SNEAKERS)	REVENUE & EXPENSES J
STANDARD TRUSTCO LIMITED	SHRHLDRS. MTNG. MAT.
STEINBERG INC.	PRESS RELEASE
STEINBERG INC.	PRIVATE PLACEMENTS
STERLING TRUST CORPORATION	AUD. ANN. FIN. STMT.
T.T.Y. PARAMOUNT PARTNERSHIP NO.5	AUD. ANN. FIN. STMT.
TALCORP LIMITED	FORM 27-MAT. CHANGE
TALISMAN MINES LIMITED	FORM 27-MAT. CHANGE
TARO INDUSTRIES LIMITED	SHRHLDRS. MTNG. MAT.
TARO INDUSTRIES LIMITED	CERTIF. OF MAILING
TECK CORPORATION	PRESS RELEASE
TECK CORPORATION	ANNUAL INFO. FORM
TEMAGAMI OIL & GAS LTD.	IFS 6 MN NO 30 84
TEMPLE EXPLORATIONS INC.	ARTICLES OF AMENDMEN
TERRACE WOODS I LTD.	PRIVATE PLACEMENTS
TERRACE WOODS I LTD.	OFFERING MEMORANDUM
TERRACE WOODS II LTD.	PRIVATE PLACEMENTS
TERRACE WOODS II LTD.	OFFERING MEMORANDUM
TEXACO CANADA INC.	PRESS RELEASE
TEXACO CANADA INC.	PRESS RELEASE
TEXACO CANADA INC.	PRESS RELEASE
TEXACO CANADA INC.	PROSPECTUS
THOMPSON-LUNDMARK GOLD MINES LIMITED	IFS 6 MN DE 31 84
TIVERTON PETROLEUMS LTD.	PRESS RELEASE
TOTAL PETROLEUM (NORTH AMERICA) LTD.	PRESS RELEASE
TRADERS GROUP LIMITED	ANNUAL REPORT
TRADERS GROUP LIMITED	T.S.E. MATERIAL
TRADERS GROUP LIMITED	T.S.E. MATERIAL
TRADERS GROUP LIMITED	SHRHLDRS. MTNG. MAT.
TRANS MOUNTAIN PIPE LINE COMPANY LIMITED	PRESS RELEASE
TRANS-CANADA RESOURCES LTD.	PRESS RELEASE
TRANSCANADA PIPELINES LIMITED	ASE APPLICATION GRAN
TRANSCANADA PIPELINES LIMITED	PRESS RELEASE
TRANSCANADA PIPELINES LIMITED	PRESS RELEASE
TRANSPACIFIC RESOURCES INC.	PRESS RELEASE
TRANSPACIFIC RESOURCES INC.	PRIVATE PLACEMENTS
TRICENTROL PLC	FORM 27-MAT. CHANGE
TRILLIUM TELEPHONE SYSTEMS INC.	PRESS RELEASE
TRILOGY RESOURCES CORPORATION	T.S.E. MATERIAL

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Micromedia Ltd, 144 Front Street West, Toronto, Ontario M5J 2L7 (416) 593-5211

Public Documents Filed with the Ontario Securities Commission

ISSUER	TITLE
TRIZEC CORPORATION LTD.	SENIOR DEBENTURES
TRIZEC CORPORATION LTD.	STOCK OPTION PLAN
TRUST GENERAL DU CANADA	SHRHLDRS. MTNG. MAT.
UAP INC.	T. S. E. MATERIAL
ULSTER PETROLEUMS LTD.	PRESS RELEASE
UNICORP CANADA CORPORATION	PRESS RELEASE
UNICORP CANADA CORPORATION	TAKEOVER/FORM 35
UNION CARBIDE CANADA LIMITED	PROGRESS REPORT
UNION ENTERPRISES LTD.	PRESS RELEASE
UNION ENTERPRISES LTD.	PRESS RELEASE
UNION ENTERPRISES LTD.	TAKEOVER/FORM 35
UNITED CANSO OIL & GAS LTD.	10Q 3 MN DE 31 84
UNITED CANSO OIL & GAS LTD.	FORM 27-MAT. CHANGE
UNITED KENO HILL MINES LIMITED	PRESS RELEASE
UNITED KENO HILL MINES LIMITED	PROSPECTUS
UNITED KENO HILL MINES LIMITED	APPENDICES TO PROSPE
UNITED WESTBURNE INDUSTRIES LIMITED	PRESS RELEASE
UNIVERSAL SAVINGS AMERICAN FUND	FOURTH QUARTERLY REP
UNIVERSAL SAVINGS AMERICAN FUND	CHANGE OF ADDRESS
UNIVERSAL SAVINGS EQUITY FUND LIMITED	FOURTH QUARTERLY REP
UNIVERSAL SAVINGS EQUITY FUND LIMITED	CHANGE OF ADDRESS
UNIVERSAL SAVINGS INCOME FUND	FOURTH QUARTERLY REP
UNIVERSAL SAVINGS INCOME FUND	CHANGE OF ADDRESS
UNIVERSAL SAVINGS JAPAN FUND	FOURTH QUARTERLY REP
UNIVERSAL SAVINGS JAPAN FUND	CHANGE OF ADDRESS
UNIVERSAL SAVINGS NATURAL RESOURCE &	FOURTH QUARTERLY REP
UNIVERSAL SAVINGS NATURAL RESOURCE &	CHANGE OF ADDRESS
VAN HORNE GOLD EXPLORATION INC.	PRESS RELEASE
VOTEK SYSTEMS INTERNATIONAL INC.	PRIVATE PLACEMENTS
VULCAN INDUSTRIAL PACKAGING LIMITED	PRESS RELEASE
WALWYN INC.	T. S. E. MATERIAL
WELDWOOD OF CANADA LIMITED	PREL. REPORT DEC. 31
WESTAR MINING LTD.	PRESS RELEASE
WESTBURNE INTERNATIONAL INDUSTRIES LTD.	PRESS RELEASE
WESTERN TRINITY RESOURCE CORP.	CHANGE OF AUDITORS
WESTFORT PETROLEUMS LTD.	PRESS RELEASE
WESTINGHOUSE CANADA INC.	PRELIMINARY REPORT F
WHARF RESOURCES LTD.	PRESS RELEASE
YORBEAU RESOURCES INC.	PRESS RELEASE
ZAVITZ TECHNOLOGY INC. (FORMERLY PROMED)	PRESS RELEASE

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CHAPTER 11
NEW ISSUE AND SECONDARY FINANCING

11.1 PRELIMINARY PROSPECTUSES RECEIVED

11.1.1 TEXAS RANGER OIL & GAS LTD.

February 22, 1985

Texas Ranger Oil & Gas Ltd.

Offering \$500,000 common shares and flow-through units at a price of \$0. 50 per common share and \$0. 50 per flow-through unit.

Agents: Jones, Gable & Company Limited
Housser & Co. Limited

11.1.2 TRICOR HOLDINGS COMPANY INC.

February 26, 1985

Tricor Holdings Company Inc.

This prospectus is being filed with the Ontario Securities Commission pursuant to subsection 52(2) of the Securities Act.

11.2 PRELIMINARY SHORT FORM PROSPECTUSES RECEIVED

11.2.1 DENISON MINES LIMITED

February 20, 1985

Denison Mines Limited

National Issue - Ontario

Offering * units, each consisting of one * % cumulative redeemable preferred share Series B and one Class B share purchase warrant at \$25 per unit.

Underwriters: Dominion Securities Pitfield Limited
Wood Gundy Inc.
Burns Fry Limited
McLeod Young Weir Limited
Nesbitt Thomson Bongard Inc.

11.2.2 TORSTAR CORPORATION

February 22, 1985

Torstar Corporation

National Issue - Ontario

Offering 1,400,000 shares of \$1. 70 cumulative redeemable convertible first preferred shares, Third Series at a price of \$22. 50 per share.

Underwriter: Dominion Securities Pitfield Limited

11.2.3 BELL CANADA

February 27, 1985

Bell Canada

National Issue - Quebec

Offering \$ *,000,000 of * % debentures, Series DO, at a price of \$ * per \$100 principal amount, plus accrued interest, if any.

Underwriters: Wood Gundy Inc.
Dominion Securities Pitfield Limited
Richardson Greenshields of Canada Limited
Levesque, Beaubien Inc.

11.3 FINAL RECEIPTS ISSUED

11.3.1 CANADIAN WORLDWIDE ENERGY LIMITED

Canadian Worldwide Energy Limited

A Final Receipt was issued February 21, 1985 for a prospectus dated February 20, 1985 offering 1,200,000 flow-through units with each unit consisting of the right to earn one 10% cumulative redeemable, retractable senior preferred share, series 1 and one common share at \$17.25 per flow-through unit. Net proceeds to the company will be \$20,700,000 before deducting the expenses of the issue.

Promoter: Worldwide Energy Corporation

Agent: Midland Doherty Limited

11.3.2 STANLEY REEF RESOURCES LTD.

Stanley Reef Resources Ltd.

Final Receipt issued February 25, 1985 for a prospectus dated February 21, 1985 qualifying a secondary offering of 525,050 common shares.

11.3.3 C. S. T. FOUNDATION

C.S.T. Foundation

Final Receipt issued February 25, 1985 for a prospectus dated February 25, 1985, qualifying the distribution of scholarship agreements.

Distributor: Canadian & American Financial Corporation (Canada)

11.4 FINAL RECEIPTS - SHORT FORM PROSPECTUS

11.4.1 FALCONBRIDGE LIMITED

Falconbridge Limited

Final Receipt issued February 22, 1985 for a short form prospectus dated February 22, 1985 offering 1,000,000 common shares at \$93. 00 per share to net the company \$89,934,832 before deducting the expenses of the issue.

Underwriters: Dominion Securities Pitfield Limited
Wood Gundy Inc.
Burns Fry Limited

11.4.2 DENISON MINES LIMITED

Denison Mines Limited

A Final Receipt was issued February 27, 1985 for a short form prospectus dated February 27, 1985 offering 7,000,000 9 1/2% cumulative redeemable preferred shares series B and 7,000,000 class B share purchase warrants offered in units each consisting of one preferred share series B and one class B share purchase warrant which may be traded separately at any time, at \$25. 00 per unit. Net proceeds to the company are \$169,050,000 before deducting the expenses of the issue.

Underwriters: Dominion Securities Pitfield Limited
Wood Gundy Inc.
Burns Fry Limited
McLeod Young Weir Limited
Nesbitt Thomson Bongard Inc.

11.5 RIGHTS OFFERING ACCEPTED

11.5.1 SCARBOROUGH RESOURCES LIMITED

February 22, 1985

Scarborough Resources Limited

Material acceptable to the Commission was filed February 22, 1985 pursuant to sections 34(1)(14) and 71(1)(h) of the Securities Act (Ontario).

11.6 ANNUAL INFORMATION FORMS RECEIVED

11.6.1 TORSTAR CORPORATION

February 22, 1985

Torstar Corporation

The Commission has accepted for filing the First Annual Information Form dated February 21, 1985 of Torstar Corporation.

11.6.2 ECHO BAY MINES LTD.

February 26, 1985

Echo Bay Mines Ltd.

National Issue - Alberta

A First Annual Information Form dated February 19, 1985 has been filed by Echo Bay Mines Ltd.

11.6.3 THE CADILLAC FAIRVIEW CORPORATION LIMITED

The Cadillac Fairview Corporation Limited

A First Annual Information Form dated February 26, 1985 has been filed by The Cadillac Fairview Corporation Limited.

11.6.4 NORCEN ENERGY RESOURCES LIMITED

Norcen Energy Resources Limited

An Annual Information Form dated February 25, 1985 has been filed by Norcen Energy Resources Limited. This is a refiling.

CHAPTER 12
REGISTRATIONS

12.1 REGISTRATIONS

12.1.1 SECURITIES

REGISTRATIONS
SECURITIES

SECURITIES DEALER

Capital Canada Limited,
Suite 2004,
P. O. Box 44,
200 King Street West,
Toronto, Ontario.
M5H 3T4.
(effective February 26, 1984)
New Registration

Pollitt, Legault & Co. Inc.
11 King Street West,
Suite 1500,
Toronto, Ontario.
M5H 1A7
(effective February 20, 1985)
New Registration

INVESTMENT COUNSEL and as PORTFOLIO MANAGER

MKW Personal Investment Management Ltd.
c/o Osler, Hoskin & Harcourt,
P. O. Box 50,
First Canadian Place,
Toronto, Ontario.
M5X 1B8
(effective February 11, 1985)
New Registration

12.2 TERMINATIONS

12.2.1 SECURITIES

TERMINATIONS
SECURITIES

BROKER

Pagebrook Securities Inc.
1099 Bay Street,
Suite 200,
Toronto, Ontario.
M5S 2B3.
(effective February 18, 1985)
Voluntary Surrender

12.3 REGISTRATION

12.3.1 COMMODITIES

REGISTRATIONS
COMMODITIES

COMMODITY TRADING MANAGER

Portfolio Mercantile Incorporated
23 Peach Willoway,
Willowdale, Ontario.
M2J 2B5.
(effective February 18, 1985)
New Registration

CHAPTER 25
OTHER INFORMATION

OTHER INFORMATION

ONTARIO SECURITIES COMMISSION
CORPORATE FINANCE BRANCH

STATISTICS OF FILINGS 1984-85

Comparative monthly and cumulative dollar value
of financial filings accepted January, 1985
(IN \$000'S)

PROSPECTUSES INCLUDING SHORT FORMS *	MONTH						CUMULATIVE					
	1984		1985		1984		1985		1984		1985	
	Equity	Debt	Equity	Debt	Equity	Debt	Equity	Debt	Equity	Debt	Equity	Debt
Bank	305,000	-	114,000	50,000	305,000	-	114,000	-	114,000	-	114,000	50,000
Film	-	-	-	-	-	-	-	-	-	-	-	-
Finance	-	-	-	-	-	-	-	-	-	-	-	-
Industrial	102,125	-	290,500	-	102,125	-	290,500	-	290,500	-	290,500	-
M.U.R.B.	-	-	-	-	-	-	-	-	-	-	-	-
Natural Resource	-	-	-	-	-	-	-	-	-	-	-	-
- Mining - Junior	3,198	-	660	-	3,198	-	660	-	3,198	-	660	-
- Mining - Other	-	-	38,700	-	-	-	38,700	-	-	-	38,700	-
- Oil & Gas - Junior	1,185	-	960	-	1,185	-	960	-	1,185	-	960	-
- Oil & Gas - Other	-	-	420	-	-	-	420	-	-	-	420	-
- Oil & Gas - Other	-	-	100,000	-	-	-	100,000	-	-	-	100,000	-
Oil & Gas Program	-	-	6,160	-	19,475	-	6,160	-	19,475	-	6,160	-
S.B.D.C.	27,200	-	2,500	-	27,200	-	2,500	-	27,200	-	2,500	-
Miscellaneous	-	-	-	-	-	-	-	-	-	-	-	-
Real Estate Program	-	-	-	60,000	-	-	-	60,000	-	-	-	60,000
Trust Company	-	-	-	-	-	-	-	-	-	-	-	-
Sub Total	458,183	-	553,900	110,000	458,183	-	553,900	-	458,183	-	553,900	110,000
EXCHANGE OFFERING PROSPECTUSES												
Industrial	-	-	-	-	-	-	-	-	-	-	-	-
Natural Resource	-	-	-	-	-	-	-	-	-	-	-	-
- Mining - Junior	-	-	200	-	-	-	200	-	-	-	200	-
- Mining - Other	-	-	-	-	-	-	-	-	-	-	-	-
- Oil & Gas - Junior	-	-	-	-	-	-	-	-	-	-	-	-
- Oil & Gas - Other	-	-	-	-	-	-	-	-	-	-	-	-
Sub Total	-	-	200	-	-	-	200	-	-	-	200	-
EXEMPT FINANCINGS												
Form 20	537,387	172,900	746,351	517,213	537,387	172,900	746,351	517,213	537,387	172,900	746,351	517,213
Form 21	7,677	-	13,504	-	7,677	-	13,504	-	7,677	-	13,504	-
Sub Total	545,064	172,900	759,855	517,213	545,064	172,900	759,855	517,213	545,064	172,900	759,855	517,213
TOTAL	1,003,247	172,900	1,313,955	627,213	1,003,247	172,900	1,313,955	627,213	1,003,247	172,900	1,313,955	627,213
*	16,445	-	175,000	50,000	16,445	-	175,000	50,000	16,445	-	175,000	50,000

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MARCH 8, 1985

VOLUME 8 #10/85

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Act of Ontario (R.S.O. 1980, c. 78).

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THE ONTARIO SECURITIES COMMISSION

OSC BULLETIN

VOLUME 8 #10/85

MARCH 8, 1985



THE ONTARIO SECURITIES COMMISSION
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CHAPTER 1

NOTICES/PRESS RELEASES

1.1 NOTICES

1.1.1 SOFT DOLLAR PAYMENTS

SOFT DOLLAR PAYMENTS

The Toronto Society of Financial Analysts published in its February, 1985 newsletter a letter from the Board of Directors of the Society to its members expressing concern as to the increasing use of "soft dollar" payments for services, and requesting the return of a questionnaire as to the proper and improper use of such payments.

The Commission will be watching developments in this area with interest.

The letter is reproduced following this notice.

SOFT DOLLARS

"Soft Dollar" payment for services is becoming an increasingly important element within the institutional investment community. Recently, many members of the TSFA have expressed their concerns that abuses have crept into the current system which could invite excessive regulatory reaction. Others also fear that, regardless of the legitimacy of many soft dollar arrangements, the prevalence of the soft dollar phenomenon may pose a threat to the efficiency of markets and to the efficient allocation of resources. For example, cases have been reported where clients agree to a trade through a broker to satisfy a soft dollar obligation even though that trade has not been executed at the best possible price at that time.

The TSFA Board of Directors therefore wish to raise the issue formally with the appropriate industry associations and self-regulatory organizations such as the Investment Counsellor's Association, the Investment Dealers Association and the Toronto Stock Exchange and to inform the Ontario Securities Commission of our actions.

The system of commission payments has not been regulated since the introduction of negotiated rates on April 1, 1983. In a soft dollar transaction, a fund manager contracts to allocate a given level of commissions to a broker for services rendered by that broker. These services vary widely, but may go beyond what might be termed "normal" brokerage services of research, sales and trading coverage for which commissions are allocated among brokers without contract according to the client's judgement of the brokers' respective performance.

The Board members are taking an interest in this soft dollar controversy because the TSFA's mandate includes concerns about the general efficiency and long term health of financial markets. Because commission dollars are the life blood of the brokerage community, if these dollars are directed such that they do not reward or encourage expertise in research and execution services then the total investment process and capital markets will suffer.

The Board recognize that investment managers who are operating with their own funds may allocate their commissions in any way they see fit. In situations where an investment manager is operating for a client or a group of clients, however, the Board are concerned if commissions are allocated to pay for services unrelated to the process of investment decision-making and transaction or to pay for costs which are properly borne by the clients or managers themselves. But we do not have a fixed idea of how to draw the line, if indeed one can be drawn. The gray area is very large.

Accordingly, the TSFA Board wish to solicit your support and advice before proceeding further. Our goal is to eliminate abuses and also to entertain the possibility of working with the self-regulatory organizations to set out very broadly the reasonable use of commission dollars. Please complete and return the enclosed brief questionnaire by March 4. Thank you. We will publish the results of the survey in the next issue of NEWS.

Please do not hesitate to comment further in writing to the TSFA office.

The Board of Directors
TSFA

(Note: The referenced questionnaire is not reproduced in this Bulletin.)

CHAPTER 2

DECISIONS, ORDERS AND RULINGS

2.1 GREENWICH RESOURCES INC. AND GREENWICH RESOURCES PLC

Headnote

Section 73 - Reporting issuer incorporated under BC law exporting itself to UK via share exchange take-over bid - New UK company was deemed to have been a reporting issuer, for purposes of section 71(5) of the Act and section 18a of the Regulation, for at least 12 months as of the termination date of the share exchange take-over bid.

IN THE MATTER OF THE SECURITIES ACT,
R. S. O. 1980, CHAPTER 466

AND

IN THE MATTER OF GREENWICH RESOURCES INC. AND
GREENWICH RESOURCES PLC

RULING (Section 73)

UPON the application of Greenwich Resources Inc. ("GRI") and Greenwich Resources plc ("Newco") to the Ontario Securities Commission (the "Commission") for a ruling pursuant to section 73 of the Securities Act, R. S. O. 1980, c. 466 (the "Act") that, for the purposes of section 71(5) of the Act and section 18a of the Regulation under the Act, Newco be deemed to have been a reporting issuer for at least twelve months as of the termination of a securities exchange take-over bid (the "Offer") to acquire all the issued and outstanding common shares without par value of GRI (the "GRI Shares") on the basis of the issuance to the holders thereof of one ordinary share of 25p of Newco (the "Newco Shares") for each GRI Share;

AND UPON reading the application and hearing Commission staff recommendations;

AND UPON it being represented that:

1. GRI is incorporated under the Company Act of British Columbia, and

- has authorized capital of 30,000,000 GRI Shares, of which 13,016,351 are issued and outstanding and listed on The Toronto Stock Exchange;
2. GRI has been a reporting issuer since February 14, 1983, and does not appear on the list of reporting issuers in default current as of February 18, 1985;
 3. To facilitate the raising of capital in the London market, management of GRI has decided to transform GRI into a corporation incorporated in the United Kingdom and to seek listing on The Stock Exchange (London);
 4. To accomplish these goals,
 - (a) GRI has caused Newco to be incorporated on November 12, 1984 under the Companies Acts 1948 to 1981 of the United Kingdom, with authorized capital of 20,000,000 Newco Shares and 50,000 unclassified shares;
 - (b) Newco is making the Offer with the intention of acquiring compulsorily any GRI Shares remaining thereafter pursuant to section 279 of the Company Act of British Columbia in exchange for an equivalent number of Newco Shares;
 5. The Offer is being made in compliance with all applicable provisions of Part XIX of the Act;
 6. Following these transactions, it is expected that the shareholdings of Newco immediately following the Offer will be a mirror of the shareholdings of GRI immediately prior to the making of the Offer;
 7. The Toronto Stock Exchange has approved the substitutional listing of Newco Shares for the present listing of GRI Shares, conditional upon the acquisition by Newco of all the issued and outstanding GRI Shares;
 8. By virtue of having filed a securities exchange take-over bid circular under the Act, Newco is now a reporting issuer pursuant to section 1(1)38 of the Act;

AND UPON being satisfied that to do so would not be prejudicial to the public interest;

IT IS RULED pursuant to section 73 of the Act that Newco is deemed to have been a reporting issuer, for the purposes of section 71(5) of the Act and section 18a of the Regulation under the Act, for at least twelve months as of the date of the termination of the Offer.

February 18, 1985.

"Charles Salter"

"R. J. Kane"

2.2 CONTINENTAL BANK OF CANADA ET AL

Headnote

s.140 - Previous s.73 ruling exempting from sections 24 and 52 of the Securities Act (Ontario) trades in warrants issued by wholly-owned subsidiary of a bank to which the Bank Act (Canada) applies and to be guaranteed by the bank - Warrants entitling holders thereof to acquire Government of Canada Bonds - Commission varying of previous ruling to the extent that trades in warrants not subject to s.24 of the Act provided that trades are effected by or through certain persons or companies as enumerated.

IN THE MATTER OF THE SECURITIES ACT,
R.S.O. 1980, CHAPTER 466, AS AMENDED

AND

IN THE MATTER OF CONTINENTAL BANK OF CANADA AND
CONTINENTAL BANK MORTGAGE CORPORATION

ORDER
(Section 140)

WHEREAS by Ruling dated the 5th day of February, 1985 (the "Ruling"), which Ruling did appear in the OSC Bulletin of 15 February, 1985, at pages 703-704, the Ontario Securities Commission (the "Commission") did rule pursuant to section 73 of the Securities Act, R.S.O. 1980, c.466 as amended (the "Act") that certain proposed trades in warrants of Continental Bank Mortgage Corporation ("CBMC") as therein described (the "Warrants") are not subject to sections 24 or 52 of the Act;

AND WHEREAS staff of the Commission has made further submissions with respect to the aforesaid Ruling;

AND WHEREAS the Commission is of the opinion that to do so would not be prejudicial to the public interest;

IT IS ORDERED that the aforesaid Ruling be varied such that the last paragraph thereof is deleted and the following paragraphs substituted therefor:

NOW THEREFORE IT IS RULED pursuant to subsection 73(1) of the Act that trades in the Warrants are not subject to section 52 of the Act;

AND IT IS FURTHER RULED pursuant to subsection 73(1) of the Act that trades in the Warrants are not subject to section 24 of the Act provided that such trades are effected by or through:

1. Dealers who are registered under the Act;
2. Dealers who are registered under the Commodity Futures Act;
3. Persons or companies who are Institutional Trader Members of The Toronto Futures Exchange (the "TFE"), as defined in the By-laws of the TFE, acting in accordance with the By-laws of the TFE, provided that such Institutional Trader Members are effecting trades in the Warrants as agent solely on behalf of hedgers (as hereinafter defined) and provided further that the Warrants are listed for trading on the TFE; and

4. Persons or companies who are Restricted Trader Members or Unrestricted Trader Members of the TFE, as defined in the By-laws of the TFE, acting in accordance with the By-laws of the TFE provided that the Warrants are listed for trading on the TFE;

For purposes of this Ruling a hedger is:

a person or company who carries on commercial activities and, as a necessary part of these activities, becomes exposed from time to time to a risk attendant upon fluctuations in the price of an underlying interest and offsets that risk through trading in warrants on the underlying interest or related underlying interest whether or not any particular trade is effected for that purpose, but a person or company is a hedger only as to trades in warrants for such underlying interest or related underlying interest.

February 25th, 1985.

"Peter J. Dey"

"Malcolm A. Taschereau"

2.3 THE MONTREAL CITY AND DISTRICT SAVINGS BANK

IN THE MATTER OF THE SECURITIES ACT,
R.S.O. 1980, CHAPTER 466

AND

IN THE MATTER OF THE MONTREAL CITY AND DISTRICT SAVINGS BANK

ORDER
(Subsection 79(b)(iii))

UPON the application of THE MONTREAL CITY AND DISTRICT SAVINGS BANK (the "BANK") to the Ontario Securities Commission (the "Commission") for an order pursuant to subsection 79(b)(iii) of the Securities Act, R.S.O. 1980, c.466 (respectively the "Regulations" and the "Act") exempting the BANK from filing annual and interim statements of changes in financial position required by subsection 76(1) and section 77 of the Act and prepared according to subsections 7(1) and 10(1) of the Regulations;

AND UPON being satisfied that to do so would not be prejudicial to the public interest and that in the circumstances of this particular case there is adequate justification for so doing;

IT IS ORDERED pursuant to subsection 79(b)(iii) of the Act that the BANK be and is hereby permitted to omit a statement of changes in financial position from the annual and interim financial statements required to be filed by subsection 76(1) and section 77 of the Act and prepared according to subsections 7(1) and 10(1) of the Regulations commencing with the year ending October 31, 1984 provided that;

The BANK files with the Commission annual and interim financial statements prepared in accordance with the provisions of the Quebec Savings Banks Act.

March 5th, 1985.

"Charles Salter"

"J.W. Blain"

2.4 BORALEX INC.

IN THE MATTER OF THE SECURITIES ACT,
R.S.O. 1980, CHAPTER 466

AND

IN THE MATTER OF BORALEX INC.

ORDER
(Section 79(b)(iii))

UPON the application of BORALEX INC. (the "Issuer"), a company incorporated under the laws of Canada to the Ontario Securities Commission (the "Commission") for an Order pursuant to section 79(b)(iii) of the Ontario Securities Act, R.S.O. 1980, c.466 (the "Act") exempting the Issuer from complying with the requirements of sections 76(1) and 78 of the Act, with respect to the interim financial statements for the three month period ended December 31, 1984;

AND UPON being satisfied that to do so would not be prejudicial to the public interest and that in the circumstances of this particular case there is adequate justification for so doing;

IT IS ORDERED pursuant to section 79(b)(iii) of the Act that the Issuer be and hereby is exempted from the requirement to file pursuant to section 76 and from the requirement to send pursuant to section 78 of the Act, interim financial statements for the three month period ended December 31, 1984.

March 5th, 1985.

"Charles Salter"

"J.W. Blain"

2.5 NORTHERN TELECOM LIMITED

IN THE MATTER OF THE SECURITIES ACT,
R.S.O. 1980, C.466

AND

IN THE MATTER OF NORTHERN TELECOM LIMITED

ORDER

(Subsection 117(2)(a)(ii))

UPON the application of NORTHERN TELECOM LIMITED (the "Issuer"), a company incorporated under the laws of Canada, to the Ontario Securities Commission (the "Commission") pursuant to subsection 117(2)(a)(ii) of the Securities Act, R.S.O. 1980, c.466 (the "Act") and Commission Policy 10.1; for an order amending an Order dated January 21, 1982 exempting certain of its insiders from the requirements of sections 102 and 104 of the Act;

AND UPON the Issuer having submitted to the Commission a list of its affiliated companies which it represents as disclosing all its major subsidiaries within the meaning of Commission Policy 10.1; and the Addendum thereto ("Major Subsidiaries") and all its major affiliates ("Major Affiliates");

AND UPON the Commission pursuant to section 6 of the Act having assigned to me the power to make an order under subsection 117(2)(a) of the Act;

AND UPON being satisfied in the circumstances of this particular case there is adequate justification for making this Order, and the conditions herein seeming just and expedient;

IT IS ORDERED pursuant to subsection 117(2)(a)(ii) of the Act that the directors and senior officers of the subsidiaries and affiliates of the Issuer, excepting those hereinafter specified, be and they hereby are exempted from the requirements of sections 102 and 104 of the Act with respect to the Issuer;

AND IT IS FURTHER ORDERED that the exemptions contained in this Order do not apply to those directors and senior officers of subsidiaries and affiliates of the Issuer:

1. who in the ordinary course receive knowledge of material facts or changes with respect to the Issuer prior to general disclosure of such facts or changes;
2. who are or become directors or senior officers of any of the Major Subsidiaries and Major Affiliates;

3. who are or become insiders of the Issuer by reason of subparagraphs 1(1)(17)(i) or (iii) of the Act; or
4. whom the Commission has by further order denied the exemptions contained in this Order;

AND IT IS FURTHER ORDERED that the following are conditions of this Order:

1. The Issuer shall maintain a continuous review of the senior officers and directors of its affiliated companies and shall advise the Commission promptly of any of them which become, or cease to be, exempted by this Order;
2. The Issuer shall, upon the request of the Commission or its staff furnish any information reasonably necessary to determine whether a senior officer or director of any affiliate is or is not exempted by this Order.

March 5th, 1985.

"John F. Leybourne"

2.6 PLEXUS RESOURCES CORPORATION

IN THE MATTER OF THE SECURITIES ACT,
R.S.O. 1980, CHAPTER 466

AND

IN THE MATTER OF PLEXUS RESOURCES CORPORATION

ORDER
(Section 79)

UPON the application of Plexus Resources Corporation (the "Corporation") to the Ontario Securities Commission (the "Commission") for an Order pursuant to section 79 of the Securities Act of Ontario (R.S.O. 1980 c.466, as amended) (the "Act") to exempt the Corporation from preparing its financial statements in accordance with Canadian generally accepted accounting principles ("GAAP") and allowing the Corporation to prepare its financial statements in accordance with United States of America GAAP.

AND UPON the Corporation having represented that:

1. it is a reporting company incorporated under the laws of the Province of British Columbia;
2. it is registered under the Securities Act of 1934, as amended;
3. it is listed on the Toronto Stock Exchange and is quoted on NASDAQ;
4. over 51% of its shareholders are residents of the United States; it is a holding company without any assets in Canada (its only asset is its shares in its wholly-owned United States subsidiary, Plexus Inc.); it has no offices nor employees in Canada and all operations are carried out in the United States through Plexus, Inc.; it is anticipated that eventually only one third of its directors will be residents in Canada; and it is led to believe the actual number of shareholders in Canada is between 125 to 140 and in the United States between 400 and 425; and
5. it does not qualify as a "foreign private issuer" under the rules and regulations, Security Act of 1934 as amended;

AND UPON the Corporation representing that it is a reporting issuer registered with the Securities and Exchange Commission in the United States under the Securities Exchange Act of 1934, and is not exempt from the reporting requirements of that Act under Rule 12g 3-2 of that Act;

AND UPON the Deputy Director being of the opinion that in the circumstances of this particular case to grant this Order would not be prejudicial to the public interest;

IT IS HEREBY ORDERED pursuant to section 79 of the Act and for the purposes of sections 76 and 77 of the Act the Corporation is to be treated as though it is a category E reporting issuer, incorporated under the laws of the United States of America or a state or territory of the United States of America to the extent that the financial statements may be prepared in accordance with accounting principles generally accepted in the United States

of America provided that the notes to the financial statements shall explain and quantify any material significant differences between the principles applied and the Canadian generally accepted accounting principles.

March 6th, 1985.

"John F. Leybourne"

2.7 MUTUAL REAL ESTATE INVESTMENT TRUST

IN THE MATTER OF THE SECURITIES ACT,
R.S.O. 1980, CHAPTER 466

AND

IN THE MATTER OF MUTUAL REAL ESTATE INVESTMENT TRUST

ORDER
Section 99

UPON the application of Mutual Real Estate Investment Trust (the "Issuer") pursuant to section 99 of the Securities Act (the "Act") and the Ontario Securities Commission Policy No. 2.1 and Policy No. 9.1 for an exemption from the requirements of Part XIX of the Act:

AND UPON the Issuer representing that:

1. It is a business trust organized under the laws of the State of New York;
2. Its shares of beneficial interest (the "Shares") are registered under section 12(g) of the United States Securities Exchange Act of 1934 (the "Exchange Act") and it is current on all periodic reporting requirements under section 13 of the Exchange Act;
3. On February 15, 1985 it commenced an odd-lot tender offer to each of its shareholders who hold less than 100 shares;
4. It is providing to each odd-lot shareholder the offering documents required under the Exchange Act;
5. The number of odd-lot Ontario shareholders are approximately only 0.28% of the total number of shareholders;

AND UPON the Commission being satisfied that to grant this order would not be prejudicial to the public interest:

IT IS ORDERED that the Issuer is hereby exempted from Part XIX of the Act, provided

- A. that the transaction occurs substantially as outlined in the application.

MARCH 5th 1985

"Charles Salter"

"Malcolm A. Taschereau"

2.8 THE HAMMERSON PROPERTY INVESTMENT/DEVELOPMENT CORPORATION PLC

IN THE MATTER OF THE SECURITIES ACT,
R.S.O. 1980, CHAPTER 466

AND

IN THE MATTER OF THE HAMMERSON PROPERTY INVESTMENT
AND DEVELOPMENT CORPORATION PLC

ORDER
(Section 140)

UPON the application of The Hammerson Property Investment and Development Corporation PLC (the "Issuer") a company incorporated under the laws of the United Kingdom, to the Ontario Securities Commission (the "Commission") pursuant to subsection 117(2)(a)(i)(ii) of the Securities Act, R.S.O. 1980, c.466 (the "Act") and Commission Policy 10.1;

AND UPON the Issuer having submitted to the Commission a list of its affiliated companies which it represents as disclosing all its major subsidiaries within the meaning of Commission Policy 10.1 ("Major Subsidiaries");

AND UPON the Commission being satisfied that The Standard Life Assurance Company ("Standard") beneficially owns voting securities of the Issuer carrying 18.3% of the voting rights attached to all its voting securities;

AND UPON the Commission being satisfied that Standard does not control the Issuer nor does Standard supply materials or services within the meaning of section c(a)(ii) of Policy 10.1;

AND UPON the Commission being satisfied that the officers and directors of Standard do not in the ordinary course receive knowledge of material facts and material changes in respect of the Issuer prior to general disclosure except for a Mr. G.D. Gwilt of Standard who is also a director of the Issuer and is consequently subject to reporting obligations by virtue of subsection 1(1)(17)(i) of the Act;

AND UPON the Commission being satisfied in the circumstances of this particular case there is adequate justification for granting a variation of the order granted to the Issuer February 9, 1983;

IT IS ORDERED pursuant to section 140 of the Act that all directors and senior officers of The Standard Life Assurance Company be and hereby are exempted from the requirements of section 102 and 104 of the Act.

March 5th, 1985.

"Charles Salter"

"Malcolm A. Taschereau"

2.9 BARRICK RESOURCES CORPORATION ET AL

Headnote

S. 73 - Exemption from prospectus and registration requirements of sections 24 and 52 of the Act for distribution of common shares of two corporations to employees of third corporation, which third corporation is 50% owned by each of the other two corporations - First trade subject to subsection 71(5) of the Act.

IN THE MATTER OF THE SECURITIES ACT,
R. S. O. 1980, CHAPTER 466

AND

IN THE MATTER OF BARRICK RESOURCES CORPORATION

AND

IN THE MATTER OF ROYEX GOLD MINING CORPORATION

RULING
(Section 73)

UPON the application of Barrick Resources Corporation ("Barrick") and Royex Gold Mining Corporation ("Royex") to the Ontario Securities Commission (the "Commission") for a ruling pursuant to section 73 of the Securities Act, R. S. O. 1980, Chapter 466 (the "Act"), that certain proposed trades in the common shares of Barrick and Royex are not subject to sections 24 or 52 of the Act;

AND UPON reading the application and recommendation of the staff of the Commission;

AND UPON Barrick and Royex having represented to the Commission that:

- (a) Renabie Gold Mines Limited ("Renabie") is 50% owned by each of Royex (through a wholly-owned subsidiary) and Barrick;
- (b) Royex is a reporting issuer for the purposes of the Act;
- (c) Royex has established an employee share incentive plan for its employees and the employees of designated affiliates. For the purposes of this plan, Royex has made Renabie a designated affiliate;
- (d) Barrick is a reporting issuer for the purposes of the Act;
- (e) Barrick proposes to establish an employee stock option plan for the benefit of the employees of Renabie; and

- (f) Renabie is an not an affiliate of either Royex or Barrick within the meaning of the Act;

AND UPON the Commission being satisfied that to so rule would not be prejudicial to the public interest;

NOW THEREFORE IT IS RULED pursuant to subsection 73(1) of the Act that trades in the common shares of Barrick pursuant to its employee stock option plan and trades in the common shares of Royex pursuant to its employee share incentive plan to employees of Renabie are not subject to sections 24 or 52 of the Act provided that:

1. each of Barrick and Royex continues to beneficially own not less than 45% of the issued voting securities of Renabie; and
2. the first trade in each of the common shares of Barrick and in each of the common shares of Royex acquired in reliance upon this ruling shall be made in accordance with the provisions of subsection 71(5) of the Act and section 18a of the Regulation as if such shares had been acquired pursuant to an exemption referred to in subsection 71(5) of the Act.

March 5, 1984.

"Charles Salter"

"J. W. Blain"

CHAPTER 3

REASONS: DECISIONS, ORDERS, RULINGS (NIL)

THERE IS NO MATERIAL FOR THIS CHAPTER

IN THIS ISSUE

CHAPTER 4

CEASE TRADING ORDERS - SECTION 123

4.1 TEMPORARY CEASE TRADING ORDERS

4.1.1 GOLDLUND MINES LIMITED

GOLDLUND MINES LIMITED

Temporary cease trading order issued March 6, 1985, for failure to make statutory filings. Statutory hearing March 20, 1985, at 10:00 a.m.

4.1.2 DUOMETAL (1984) INC.

DUOMETAL (1984) INC.

Temporary cease trading order issued March 7, 1985, for failure to make statutory filings. Statutory hearing March 21, 1985, at 10:00 a.m.

4.2 RESCINDING ORDERS

4.2.1 NABU NETWORK CORPORATION

NABU NETWORK CORPORATION

The cease trading order dated January 21, 1985, and continued February 4, 1985, was rescinded March 6, 1985, the company being now up to date with its filings.

4.3 EXTENDING CEASE TRADING ORDERS

4.3.1 CAMINO GOLD MINES LIMITED

CAMINO GOLD MINES LIMITED

The cease trading order dated February 15, 1985, was continued March 1, 1985, pending the company complying with Part XVII of the Securities Act.

4.3.2 CHARRIOT RESOURCES LTD.

CHARRIOT RESOURCES LTD.

The cease trading order dated February 18, 1985, was continued March 4, 1985, pending the company complying with Part XVII of the Securities Act.

CHAPTER 5
POLICIES (NIL)

THERE IS NO MATERIAL FOR THIS CHAPTER
IN THIS ISSUE

CHAPTER 6
REQUESTS FOR COMMENTS (NIL)

THERE IS NO MATERIAL FOR THIS CHAPTER
IN THIS ISSUE

CHAPTER 7
INSIDER TRADING REPORTS

EXPLANATORY NOTES

Information contained in this section has been summarized from insider reports filed with the Commission.

The name of the issuer is followed by a brief description of the class of security, the name of the person or company reporting and his or its relationship to the issuer. If a person has an indirect interest in the securities reported, e.g., through holding companies, affiliate companies, partnerships, trusts or other entities, this is shown. Symbols are used in the column "Transaction and Ownership Symbol" to indicate the nature of ownership i.e., direct or indirect. Similarly, the character of transactions is indicated provided the transactions are other than a purchase or sale. (See guide to symbols below):

GUIDE TO SYMBOLS

RELATIONSHIP	(appearing after the name reported)
"B"	- Beneficial Owner (direct or indirect) of equity shares of a reporting issuer carrying more than 10% of the voting rights attached to all equity shares of the reporting issuer outstanding.
"D"	- Director of principal reporting issuer.
"DI"	- Director of an issuer or a reporting issuer which is an insider or subsidiary of the principal reporting issuer.
"K"	- Exercises control or direction (direct or indirect) of equity shares of a reporting issuer carrying more than 10% of the voting rights attached to all equity shares of the reporting issuer.
"S"	- Senior Officer of principal reporting issuer.
"SI"	- Senior Officer of an issuer or a reporting issuer which is an insider or subsidiary of the principal reporting issuer.

NATURE OF OWNERSHIP

No Symbol - Securities are beneficially owned directly.

Symbol #1 - The reporting person or company beneficially owns and/or has control or direction over securities which are held by a company, associate, partnership, trust or other entity.

CHARACTER OF TRANSACTION

No Symbol - purchase or sale

"A" - bequest or inheritance

"C" - compensation

"E" - exchange or conversion

"F" - exercise of rights, etc.

"G" - gift

"IR" - initial report

"M" - internal

"Q" - qualifying shares

"R" - redeemed (called, matured)

"T" - stock dividend

"V" - stock split

"X" - exercise of option

"Z" - distribution

*Returned for reconciliation purposes.

REPORTING ISSUER	INSIDER	SECURITY	REL'N	TRANS DATE	TYPE	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
1984 SRTC FACT INC.	Berman, Barry R. Anarion Holdings Inc.	1984 SRTC FACT INC	DSB	Feb/85	IR1			10
	Gee, Marion E.	SECURITIES	S	Feb/85	IR			---
	McGee, John E.		DS	Feb/85	IR			---
	Wong, Johann S.		DS	Feb/85	IR			---
AGGRESSIVE MINING LIMITED	Ross, George F. Ross Resources Group Limited	AGGRESSIVE MINING LTD	DSB	Mar/85	M	400000		1300000
				Mar/85	M 1		400000	---
ANYOX METALS LIMITED	Blunt, Peter Michael	ANYOX METALS LTD	DS	Feb/85		8200		8200
ATLANTIC RICHFIELD COMPANY	Chamberlain, Willard T. Accumulation Plan Savings Plan	ATLANTIC RICHFIELD CO	S	Feb/85			1400	1970
				Feb/85	1			687
				Feb/85	1			3581
ATLAS YELLOWKNIFE RESOURCES LIMITED	Harrop, Christopher J.F. Canterbury Financial Services Limited RRSP	ATLAS YELLOWKNIFE RES LTD	DS	Feb/85		90000		959750
				Feb/85				328000
				Feb/85	1			103900
	Manley, Michael William Amendment to Jan. 25, 1985 Bulletin		D	Nov/84			1875	228740
				Nov/84	1			---
AUDAX GAS & OIL LTD.	Axford, Donald Wynn	AUDAX GAS & OIL LTD	D	Feb/85			2000	---
B.C. SUGAR REFINERY LIMITED	Whittall, Hubert Richard Minoils Limited Wife	B C SUGAR REFINERY CL A CV	D	Feb/85		9400		1400
				Feb/85	1			2000
				Feb/85	1			5000
B.Y.G. NATURAL RESOURCES INC.	Chamberlain, Joseph A.	B Y G NATURAL RES INC	S	Feb/85			5000	139000
BANK OF BRITISH COLUMBIA	Botnick, Michael R.	BANK B C	S	Feb/85		2000		2000
BANK OF MONTREAL	Hean, Scott B. Investors Group Trust	BANK OF MONTREAL	S	Dec/84	1	106		239
	Mendels, Alfred William Bryan		S	Dec/84		215		560
	Peddle, Lester T. Indirect Holding		S	Dec/84	1	175		715
	Robertson, Gardner Thomas Indirect Holding		S	Dec/84	1	154		313
	Summers, Kenneth John Share Purchase Program		S	Dec/84	1	198		1007
BANK OF NOVA SCOTIA, THE	Cannon, Leslie L.	BANK NOVA SCOTIA	S	Feb/85	IR			3000
	Cox, Kenneth Victor		D	Feb/85	IR			16500
	Lomax, William J.		S	Feb/85	IR			5000
	MacNevin, Edwin D.		S	Dec/84	IR			3547
	Penney, William P.		S	JAN/85	T	94		1637
	Rust, Thomas Grant		D	FEB/84	V	10000		15000
	Stewart, William A.		D	*Feb/85			1500	2500
	Wolfe, Ray D.		D	Jan/85	T	550		43888

REPORTING ISSUER	INSIDER	SECURITY	REL'N	TRANS DATE	TYPE	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
BARRINGTON PETROLEUM LTD.	Lawrence, Brian W.	BARRINGTON PROPERTIES LTD	DS	Jan/85 Jan/85		4000	7000	1719321
BEAVERHEAD RESOURCES LTD.	Ogden, John P.	SECURITIES	S	Feb/85	IR			---
BELL CANADA ENTERPRISES INC.	Aubin, Andre P.	BELL CDA ENTERPRISES INC	SI	Dec/84	T	39		1144
	Bender, Howard M.		SI	Dec/84		491		1376
	Bertrand, Claire Paradis		DI	Dec/84	T	9		1509
	Buchan, John S. Stock Dividend Program		SI	Oct/84 Jan/85	T T	15 15		514 447
	Burton, George Allan Executor of Estate		D	Dec/84 Dec/84	T 1	484		7324 3775
	Cyr, Joseph Victor Raymond		D	Dec/84	T	93		1412
	Delaney, Douglas W. Wife		DI	Dec/84 Feb/85 Dec/84	T T T	102 697 154		13572 4589
	Elliott, John Stock Dividend Program Wife		SI	Dec/84 Jan/85 Jan/85	T T 1	276 4 1		276 199 79
	Fridman, Josef J.		S	Dec/84	T	61		1214
	Gordon, J. Peter		D	Dec/84	T	274		4058
	Latimer, Radcliffe R.		D	Dec/84	T	16		516
	McAleer, Owen W.		SI	Dec/84		398		398
	Nadeau, Pierre A.		DI	Dec/84	T	132		1912
	Plourde, Gerard		D	Dec/84	T	662		9546
	Saunders, Ernest Erle Estate RRSP		SI	Dec/84 Dec/84 Dec/84	T T 1	35 300 60		511 300 60
	Sharpe, Charles Richard		DI	Dec/84	T	11		161
	Sinclair, John Edward Son		SI	Dec/84 Dec/84	T 1	4		82 2
	Sloane, Richard D.		SI	Dec/84	T	8		261
	Smyth, George C.		SI	Dec/84		266		266
	Tremblay, Paul-Gaston Primo-Gestion Inc.		SI	Dec/84 Dec/84	T 1	45		857 500
	Tropea, Orland		D	Dec/84	T	340		5153
	Vaillancourt, Louise B.		D	Dec/84	T	14		216
	Watkinson, Brian G. Stock Dividend Program		SI	Jan/85 Jan/85	T 1	20		919 354
BITECH ENERGY RESOURCES LIMITED	Diamond, Michael Peter Wife	BITECH ENERGY RES LTD	D	Feb/85 Feb/85	X 1	5000		25100 76500
BLUESKY OIL & GAS LTD.	Hebben, Klaus	BLUESKY OIL & GAS LTD	DB	Feb/85		10400		2886168

REPORTING ISSUER	INSIDER	SECURITY	REL N	TRANS DATE	TYPE	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
BOW VALLEY INDUSTRIES LTD	Howard, William Arnold	BOW VALLEY INDS LTD	D	Dec/84	1	75		10075
	Cabal Holdings Ltd.	Dec/84	9600					
BRAMALEA LIMITED	Sinclair, D'Alton Lally RSP		D	Jan/85	1	2600		8000
	Salter, Douglas N.	BRAMALEA LTD OPTION	S	Jan/85		7900		79762
	Tyitian, Edward S. RSP	BRAMALEA LTD	S	Jan/85	1	802		482
	Share Purchase Plans		Jan/85	1		802		3014
BRASCAN LIMITED	McAlpine, Duncan A.	BRASCAN LTD CL A ORD CONV	S	Jan/85		1000		7000
	Douglas, Morris James	B C FOREST PRODUCTS LTD	S	Feb/85	1	1013		868
BRITISH COLUMBIA FOREST PRODUCTS LIMITED	Indirect Holdings			Feb/85				
	Rumford, Betty-Joan	B C TELEPHONE CO ORD	S	Aug/84		157		242
BRITISH COLUMBIA TELEPHONE COMPANY	DRP			Dec/84	1	11		14
	Stevens, Robert Harvey		S	Dec/84	T 1	130		280
CAE INDUSTRIES LTD.	DRP			Dec/84		23		92
	Derouin, D.M.	C A E INDS LTD	S	Jan/85	X	1200		
				Jan/85		1200		186
	Kozicki, Edwin A.		S	Dec/84	X	68		
CAMBRIDGE SHOPPING CENTRES LIMITED	Spouse			Feb/85		9600		21252
				Feb/85		2000		1977
				Dec/84	1	6		
	Braithwaite, J. Lorne	CAMBRIDGE SHOPPING CENTRES	S	Feb/85				191000
	Holding Companies			Feb/85			20000	172000
	Spouse and Children			Feb/85	1			900
	Braithwaite, J. Lorne	CAMBRIDGE SHOPPING CENTRE WTS	S	Feb/85				95500
	Holding Companies			Feb/85	1	10000		10500
CAMPEAU CORPORATION	Spouse and Children			Feb/85	1			450
	Timmouth, William W. Spouse	CAMBRIDGE SHOPPING CENTRES	S	Feb/85		2000		30533
				Feb/85	1			100
	McCartney, Ronald Bradley	CAMPEAU CORP SUB VTG	DS	Dec/84		1200		1200
CANADA CEMENT LAFARGE LTD.	Daughter wife			Dec/84	1		1200	3094
	Node-Langlois, Patrick Amended	CDN CEMENT LAFARGE EXCH PREF	D	Jul/84				
CANADA DEVELOPMENT CORPORATION				Feb/85	E	139		1125
				Feb/85		1070		
CANADIAN COMMERCIAL BANK	Lamey, Adelaide F.M. Savings and Share Purchase Plan	CANADA DEV CORP	SI	Dec/84				38
				Dec/84	1	59		59
CANADIAN IMPERIAL BANK OF COMMERCE	McCreath, R. Scott	CANADA DEV CORP PFD 1980		Dec/84	1	41		41
	Geddes, John L.	CANADIAN BANK CL A PFD SRS 1	S	Dec/84	1			
		SECURITIES	S	Feb/85		2000		---
				Feb/85	IR			---
	Harrison, Russell Edward	CDN IMP BK COMM	S	Jan/85	T	584		33832
	Radford, George W.		S	Jan/85	T	16		293
	Russell, Robert G.		S	Feb/85	T	43		543

REPORTING ISSUER	INSIDER	SECURITY	REL'N	TRANS DATE	TYPE	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
CANADIAN MANOIR INDUSTRIES LIMITED	Bull, John S. RRSP Stock Purchase Plan	CANADIAN MANOIR IND LTD	D	Feb/85 Feb/85 May/84 Feb/85	1 1 1 1	900	660	100 200 1940 1000
	Elliot, Stephen		D	Nov/84		800		
CANADIAN MARCONI COMPANY	Turner, W. I. M. Jr. Wimtwo Inc.	CANADIAN MARCONI CO	D	Feb/85	1	400		500
CANADIAN SATELLITE COMMUNICATIONS INC.	Johnston, Charles C.	CDN SATELLITE COMMU INC	S	Feb/85	IR			2000
CANADIAN TIRE CORPORATION LIMITED	Biltes, Martha Gardiner Indirect Holdings	CANADIAN TIRE LTD CL A	D	Feb/85	1		80300	2179232
	Moffatt, William A. Stock Loan		S	Feb/85 Feb/85 Feb/85	M 1 1	1748	578	7490 36556
	Wilson, Bruce R.		S	Feb/85 Feb/85		2661	386	37834
CARDIFF URANIUM MINES LIMITED	Mid-North Engineering Services Limited Amended	CARDIFF URANIUM MINES LTD	B	Mar/85			312782	157500
CARLYLE ENERGY LTD.	Pike, Jeffrey M.	CARLYLE ENERGY LTD	D	Feb/85		20000		490000
CARMA LTD.	Allarco Group Ltd. Amended	CARMA LTD CLASS A		Feb/85			40437	---
CARTIER RESOURCES INC.	Ansil Resources Ltd. Crawford France RRSP	CARTIER RES INC	B	Feb/85	V	1600000		2400000
	Milne, Glen A. As Custodian Kingshield Corporation		S	Feb/85	V 1	7084		10626
			DS	Feb/85 Feb/85 Feb/85 Feb/85 Feb/85	V V 1 V 1 V 1 R 1	240000 480000 4000 262600		720000 6000 393900 ---
CENTRAL TRUST COMPANY	MacBurnie, Royden J.	CENTRAL TRUST CO	DS	Dec/84 Feb/85	G X	15000	175	32525
CHAUVOO RESOURCES LTD.	Jeal, Norman T.	CHAUVOO RES LTD CL A	S	Feb/84		2500		4600
CHRYSLER CORPORATION	White, Glenn E. Wife	CHRYSLER CORP	S	Jan/85 Jan/85	G 1		3013	27515 125
COLECO INDUSTRIES, INC	Greenberg, Leonard E. Amended By Trusts Wife	COLECO INDS INC	SB	Dec/84 Dec/84	G 1 1	2000	5000	1617928 265931 94976
COMAPLEX RESOURCES INTERNATIONAL LTD.	Pyke, Murray W.	COMAPLEX RES INTL LTD	DS	Dec/84			1000	99146
COMINCO LTD.	Partridge, Bruce James	COMINCO LTD	S	Feb/85		154		391
	Robertson, William J. Stock Savings Plan		S	Feb/85 Feb/85		55 248		568 2495
CONSOLIDATED NOREX RESOURCES CORP.	Graham, David A. Indirect Holdings	CONS NOREX RES CORP	DS	Jan/85 Jan/85	1	2000		6036 188130
CONSOLIDATED PIPE LINES COMPANY	Demcoe, William James	CONS PIPE LINES CO	S	Jan/85	X	1000		

REPORTING ISSUER	INSIDER	SECURITY	REL N	TRANS DATE	TYPE	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
CONSOLIDATED PIPE LINES COMPANY (Continued)	Demcoe, William James	CONS PIPE LINES CO	S	Jan/85			1000	
				Feb/85		232		232
	Harvey, Charles A. J.		SI	Feb/85		142		142
CONSUMERS DISTRIBUTING COMPANY LIMITED	Keim, Patricia M.		S	Feb/85		125	125	---
				Feb/85				---
	Robertson, Reginald J.	CONSUMERS DISTRG LTD CL B	S	Jan/85			1000	
CONSUMERS' GAS COMPANY LTD., THE	RRSP			Feb/85	1		1500	2132
				Feb/85				2800
CONSUMERS' GAS COMPANY LTD., THE	Currier, Wayne C.	CONSUMERS GAS CO LTD	S	Dec/84		240		
				Jan/85	X	2400		
				Jan/85			2400	496
CONTROL DATA CORPORATION	Walsh, Joseph M.	CONTROL DATA CORP DEL	D	Dec/84		4		308
	Dobson, Allan E.	COOPERATIVE ENERGY CL A	SI	Feb/85	1			1594
	Profit Sharing Plan			Feb/85	1	900		2080
CORPORATE FOODS LIMITED	Schollar, Jim A.	CORPORATE FOODS LTD	D	Feb/85		1000		2000
	Pollock, Samuel	COSTAIN LTD 11 3/8% SR D DEBS	DI	Feb/85		\$30000		\$30000
		COSTAIN LTD 11 3/8% SR E DEB		Feb/85		\$35000		\$194000
CROWNX INC.	Williamson, Robert L.	CROWNX INC	SI	Feb/85		1000		1000
		CROWNX INC CL A		Feb/85			1856	---
				Feb/85				---
D'OR VAL MINES LTD.	Ferderber, Peter	D'OR VAL MINES LTD	D	Dec/84	IR			350000
DAON DEVELOPMENT CORPORATION	McKeen, George B.	DAON DEV CORP	D	Feb/85			2493	---
	McKeen Investments Ltd.			Feb/85	1		428801	---
				Feb/85				---
DENISON MINES LIMITED	Anderson, Michael James	DENISON MINES LTD PREF A	S	Feb/85		100		100
DOFASCO INC.	Fitzpatrick, John J.	DOFASCO INC CL A	SI	Feb/85	X	3600		---
				Feb/85			3600	---
				Feb/85				---
Swenor, Robert J			SI	Feb/85	X	3264		---
				Feb/85			3264	---
			S	Feb/85	X	2368		---
Tinsley, William P.			S	Feb/85			2368	---
				Feb/85				---
			S	Feb/85	X	4560		---
Wilson, Harold Graham				Feb/85			4560	---
				Feb/85				---
				Feb/85				---
DOMINION AND ANGLO INVESTMENT CORPORATION LIMITED	Empire Life Insurance Co.	DOMINION & ANGLO INVEST CORP	B	Dec/84	IR			52500
		DOMINION & ANGLO PFD-4% JR		Dec/84	IR			840000
				Dec/84		16000		100900
DUNCAN GOLD RESOURCES INC.	Fox, Robert I.	DUNCAN GOLD RES INC	D	Dec/84				
ECONOMIC INVESTMENT TRUST LIMITED	Amended							
	Dominion and Anglo Investment Corporation Limited	ECONOMIC INVT TR LTD	B	Feb/85		300		
				Feb/85	T	13883		319624
ENSERCH CORPORATION	Geren, Preston M.	ENSERCH CORP	D	Jul/84	T	24		26072
	Trust Holding			Jul/84	1			1000
	Wife			Jul/84	1			1400
	Wife as Trustee			Jul/84	1			150

REPORTING ISSUER	INSIDER	SECURITY	REL'N	TRANS DATE	TYPE	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
ENSERCH CORPORATION (Continued)	Geren, Preston M. wife	ENSERCH CORP 10% DEBS DUE 2001	D	Jan/85	1	\$95000		\$160000
EPITEK INTERNATIONAL INC.	Davies, Edward C. Limited RRSP	EPITEK INTL INC	S	Jan/85 Jan/85	1	10000		12009 7991
ERAMOSA TECHNOLOGY CORPORATION	Hammond, Frederick O.	ERAMOSA TECH CORP	DI	Feb/85		4500		85425
FINANCIAL TRUSTCO CAPITAL LTD.	Latta, Fraser D.	FINANCIAL TRUSTCO CAP LTD	S	Feb/85		600		29400
	Pencer, Gerald Norman Grand Banks Private Company Stollark	DSB		Jan/85 Jan/85 Jan/85 Jan/85	1 1 1			45044 1221209 197312 197783
FIRST CANADIAN MORTGAGE FUND	Alton, Thomas R.	FIRST CDN MTG FUND	S	Jan/85	5			53
FIRST MARATHON INC.	Kyes, Richard E.	FIRST MARATHON INC.	DS	Feb/85			17500	145000
FRASER INC.	Smith, Ronald W.	FRASER INC	DISI	Feb/85		67500		152500
	O'Briain, Niall P. Stock Purchase Plan	S		Dec/84 Jan/85 Jan/85	3 50 1			268 --- 300
GANDALF TECHNOLOGIES INC.	Hedges, Brian Robie	GANDALF TECH INC	S	Jan/85			2100	11400
GARRISON GOLD INC.	MacGregor, Robert A.	GARRISON GOLD INC GARRISON GOLD INC VTG SPECIAL	BS	Feb/85 Feb/85	IR IR			316866 500000
GAZ METROPOLITAIN, INC.	Aubin, Denis	GAZ METROPOLITAIN INC	S	Feb/85	IR			2788
	Noel, Robert	S		Jan/85 Feb/85		86	2992 1667	2778
GENDIS INC.	Radun, Norman	GENDIS INC CL A	SI	Jan/85				8333
GENERAL MOTORS CORPORATION	Edman, John R. Savings Stock Purchase Program wife	GENERAL MTRS CORP	S	Feb/85	C	943		1609
	Grettenberger, John O. Jointly with wife Savings Stock Purchase Program	S		Feb/85 Feb/85 Feb/85	1 1 1			3767 1035 2578
	McCormack, John Patrick Savings Stock Purchase Program	S		Feb/85	C	707		397
	McCormack, John Patrick Savings Stock Purchase Program	S		Feb/85	C	590		459
	McCormack, John Patrick Savings Stock Purchase Program	S		Feb/85	C			6533
	McDonald, James F. Savings Stock Purchase Program wife	GENERAL MOTORS CORP CLASS E	S	Feb/85	1			2926
	McNulty, John William Children Savings Stock Purchase Program wife	GENERAL MTRS CORP	DS	Jan/85	C	25		296
	Shultz, Robert J. Savings Stock Purchase Program	S		Feb/85	C	1910		27052
		S		Feb/85 Feb/85 Feb/85	1 1 1			11201 3069
		S		Feb/85	C	566		3116
		S		Feb/85	C			106
		S		Feb/85	C			940
		S		Feb/85	C			284
		S		Dec/84 Jan/85	G C	669	115	4346
		S		Jan/85	C			246

REPORTING ISSUER	INSIDER	SECURITY	REL. N.	TRANS DATE	TYPE	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
GOLDEN SCEPTRE RESOURCES LTD.	Harvey, John D	SECURITIES	D	Dec/84	IR			-
GOLDEN SHADOW RESOURCES INC	Shadowfax Resources Ltd.	GOLDEN SHADOW RES INC	B	Jan/85 Feb/85			9500 53000	394150
GOLIATH GOLD MINES LTD.	Harvey, John D.	SECURITIES	D	Dec/84	IR			-
GOWGANDA RESOURCES INC.	Vance, William E.	GOLIATH GOLD MINES LTD	D	Dec/84	IR			60000
GREENWICH RESOURCES PLC.	Stirling, John M. Amended	GOWGANDA RES INC	DS	Dec/84			4400	124000
GROSMONT RESOURCES LTD	Quan, Nin Chok	GREENWICH RES PLC	DISI	Feb/85	IR			37500
GUARDIAN TRUST COMPANY	Riddell, Clayton Howard Paramount Resources Ltd	GROSMONT RES LTD	DB	Jan/85 Feb/85	1	14000		234543 1926964
GUARDIAN TRUSTCO INC	Sherwood, Christopher J RRSP	GUARDIAN TRUST CO	S	Feb/85	1		2000	5000
GULF CANADA LIMITED	Croels, Alain F.	GUARDIAN TRUSTCO INC	DI	Jan/85			800	1000
HALLIBURTON COMPANY	Matsushita, Tatsumi Savings Plan	GULF CDA LTD	S	Feb/85 Feb/85	1	480	480	3245
HAMILTON CREDIT EXCHANGE LIMITED	Stoik, John Lentis Savings Plan		S	Feb/85 Feb/85	M M 1	1540	1540	9499
HAMILTON GROUP LIMITED, THE	Winterton, William M.		S	Feb/85			470	---
HELIX CIRCUITS INC	Fielder, Robert S.	HALLIBURTON CO	S	Jan/85	X	2000		9000
HIGHWOOD RESOURCES LTD.	Robinson Ogilvy Inc.	HAMILTON CREDIT EXCH LTD	B	Feb/85			33	---
HOME SAVINGS & LOAN CORPORATION	Young, Alan Benjamin	HAMILTON GROUP LTD CL A CONV	DS	Feb/85				1010
	Alan B. Young Holdings Limited Trustee			Feb/85 Feb/85	1 1		16665	25880 5050
	Cazemiro, Robert J.	HELIX CIRCUITS INC	S	Nov/84			4000	100750
	Thomas, David Grenville	HIGHWOOD RES LTD	DS	Jan/85			6154	486356
	Brewster, N. Charles	HOME SAVINGS & LOAN CORP	D	Jan/85	F	2715		26500
	Caverly, Ronald A.		DS	Jan/85	F	745		5900
	Lewis, Milton J.		D	Jan/85	F	1380		10000
	McLeod, Valentina		DISI	Jan/85	F	2863		28638
	Pelech, John C.		D	Jan/85	F	801		8016
	Taro Properties Incorporated		B	Jan/85	F	29039		283709
	Valmac Holdings Limited		B	Jan/85	F	11457		114562
	Visser, Allan		D	Jan/85 Jan/85	F F	500	515	500
	Welsh, Robert L.		D	Jan/85	F	1190		11500
HUSKY OIL LTD.	Bouman, Quiryn C.	HUSKY OIL LTD	SI	Feb/85			1600	---
IMASCO LIMITED	Kilburn, Peter	IMASCO LTD	D	Jan/85			500	2501

REPORTING ISSUER	INSIDER	SECURITY	REL'N	TRANS DATE	TYPE	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
INNOPAC INC.	Bednar, Leit K.	INNOPAC INC	S	Feb/85	IR			9333
	Parker, Jeffrey B. RRSP			Feb/85				1500
INSPIRATION RESOURCES CORPORATION	Jones, Robert Howell	INSPIRATION RES CORP	D	Dec/84	F	40		158
	Brown, Harry K.			Feb/85		1000	1000	---
INTERMETCO LIMITED	Orlander, Michael	INTERMETCO LTD	DS	Feb/85	IR		3000	3000
	Stortz, John J.			Feb/85		4000		---
INTERNATIONAL BUSINESS MACHINES CORPORATION	Beitzel, George B. Amended	INTERNATIONAL BUS. CAPITAL	S	Dec/84	X			14125
	Phypers, Dean P. Amended			Dec/84		8259	464	47431
IPSCO INC.	Thorson, Kim	IPSCO INC	D	Dec/84	X	983	40	33636
	Brondyke, Rudolf Hans			Dec/84				
JEDBURGH RESOURCES LIMITED	Simsovic, John Amended	JEDBURGH RES LTD	DSB	Jan/85	V	100		250
				Oct/84		50		
JEN-TEK ENTERPRISES & EXPLORATIONS INC.		JEN-TEK ENTERP & EXPL	DS	Jan/85			46000	1520963
				Feb/85			37000	1483963
JOHN LABATT LIMITED	Boisvert, Marcel	JOHN LABATT LTD	DI	Jan/85	IR	300000		369368
	Deelan, Gilbert			Jan/85				500000
	England, J. Herbert RRSP		DI	Feb/85				160
	Goodman, Edwin Alan DRIP			Feb/85				100
	Held in Trust for Daughter Suvretta Entertainments Ltd.		D	Feb/85				3200
	Hardy, Norman Edgar RRSP			Feb/85				224
	Taylor, George Simpson Exec. Share Option Plan - 75		S	Feb/85				88
	Exec. Share Option Plan - 79			Feb/85				1300
	Exec. Share Purchase Plan - 83		S	Feb/85				10000
	Widdrington, Peter Nigel Tinling			Feb/85				15045
	Exec. Share Option Plan - 1969		S	Feb/85				561
	Exec. Share Option Plan - 1979			Feb/85				1364
	Exec. Share Purchase Plan - 1983		D	Feb/85				458
				Feb/85				15688
				Feb/85				50000
				Feb/85				24388
				Feb/85				10000
				Feb/85				9612
				Feb/85				100000
				Feb/85				

REPORTING ISSUER	INSIDER	SECURITY	REL'N	TRANS DATE	TYPE	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
JOHN LABATT LIMITED (Continued)	Widdington, Peter Nigel Tinling RRSP Stock Dividend Election Plan	JOHN LABATT LTD	D	Feb/85	1			1715
				Feb/85	1		1462	
KERR-MCGEE CORPORATION	Bills, John L. Savings Investment Plan Savings Plan Trustee ESOP Trustee for Daughter	KERR MCGEE CORP	S	Jan/85	G		100	1400
				Jan/85	1			1632
				Jan/85	1			904
				Jan/85	1			243
				Jan/85	1			240
LAFARGE CORPORATION	Node-Langlois, Patrick	LAFARGE CORP	DI	Feb/85	E	1070		1674
LAIDLAW TRANSPORTATION LIMITED	Degroote, Gary W. GWD Management Inc.	LAIDLAW TRANSN LTD CL A	S	Jan/85	V	5600		11200
				Jan/85	1	5800		11600
LAMBDA MERCANTILE CORPORATION	Degroote, Gary W. GWD Management Inc.	LAIDLAW TRANSN LTD CL B	S	Jan/85	V	11000		22000
				Jan/85	1	21500		13000
LAMBDA MERCANTILE CORPORATION	Agasee, Leslie	LAMBDA MERCANTILE CORP	SI	Jan/85	V	1250		2500
		LAMBDA MERCANTILE CORP OPTIONS		Jan/85	V	12500		25000
LYNDEX EXPLORATIONS LIMITED	Mori, Gordon		SI	Jan/85	V	12500		25000
	Roininen, Eino		SI	Jan/85	V	5000		10000
MACMILLAN BLOEDEL LIMITED	Kilpatrick, Ivan J.	LYNDEX EXPLS LTD CL A	DS	Dec/84		1500		1500
	Hawkings, William E. Employee Share Purchase Plan RRSP	MACMILLAN BLOEDEL LTD	S	Jan/85	IR			321
MAGNA INTERNATIONAL INC.	Southam, Gertrude Jean	MACMILLAN BLOEDEL PFD CL B SR1	D	Jan/85	IR1			104
	Lawrence, Richard J.	MACMILLAN BLOEDEL LTD		Jan/85	IR1			47
MCDONALD'S CORPORATION	Dixon, G. Lowell	MAGNA INTL INC CLASS A	D	Dec/84		372		18973
	Harrington, Payson L.	MCDONALDS CORP	S	Feb/85	IR			2000
MERCANTILE BANK OF CANADA, THE	Klinefelter, James A.		S	Feb/85			300	334
	Root, Lynal A.		S	Feb/85	X	10095		1959
MERIDIAN TECHNOLOGIES INC.	Giacomazzi, Bruna A. Savings Plan	MERCANTILE BK CDA	DI	Feb/85	X			21334
	Westwood, Bruce Malcolm * Westlyn Enterprises Ltd	MERIDIAN TECH INC	D	Sep/84	V	2347		12906
MESA PETROLEUM CO.	Batchelder, David H.	MESA PETE CO	S	Nov/84	X	1365		32
	Causey, Marion Earl		S	Dec/84		4500	1	158
MIDLAND DOHERTY FINANCIAL CORPORATION	Johnson, Jesse P.		S	Dec/84				60054
	Pickens, Thomas Boone Jr. Stock Purchase Plan	MERIDIAN TECH INC	D	Feb/85	1		10000	8316
MIDLAND DOHERTY FINANCIAL CORPORATION	Browne, Frank O.	MESA PETE CO	S	Jan/85		718		23746
			S	Jan/85		591		17955
MIDLAND DOHERTY FINANCIAL CORPORATION			S	Jan/85		585		17955
			DS	Jan/85	G	4661		1516011
MIDLAND DOHERTY FINANCIAL CORPORATION			S	Jan/85	1		18400	1500
			S	Dec/84			3000	16000
MIDLAND DOHERTY FINANCIAL CORPORATION			S	Jan/85			1000	16000
			S	Dec/84				16000

REPORTING ISSUER	INSIDER	SECURITY	REL'N	TRANS DATE	TYPE	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
MIDLAND DOHERTY FINANCIAL CORPORATION (Continued)	Clarke, Ian T. D.	MIDLAND DOHERTY FINL CORP	S	Feb/85				
	RESP			Feb/85	1	500	500	4500 1400
MITEL CORPORATION	Griffiths, Anthony Frear	SECURITIES	D	Feb/85	IR			---
MOLSON COMPANIES LIMITED, THE	Black, James T.	MOLSON COS CL A	D	Dec/84		493		27648
	Bowman, Ronald L.		DI	Dec/84		186		403
	Broden, Connell T.		D	Dec/84			388	
			D	Dec/84		251		
				Dec/84	T	19		221
	Burkett, Gary S.		DI	Dec/84		145		330
	Cross, Ivan A.		S	Dec/84		155		187
	Hartley, Stuart Leslie		S	Dec/84		334		1718
	James, James A.	MOLSON COMPANIES LTD	S	Feb/85	IR			86
	Kappele, James L.	MOLSON COS CL A	DI	Oct/84		79		---
	Spousal RSP			Oct/84	1	165	123	---
				Oct/84	1		181	---
	Smith, Michael C.		DI	Dec/84		170	75	190
				Jan/85				---
MONTREAL CITY AND DISTRICT SAVINGS BANK, THE	Stanley, Douglas Henry		S	Dec/84		299		430
	Panet-Raymond, Robert	MONTREAL CITY & DIST SVGS BK	SI	Feb/85			250	---
	McConnachie, Peter	MOORE CORP LTD	S	Dec/84		6		156
	McPherson, Neil A.	MORGAN HYDROCARBONS INC	S	Dec/84		81		1751
	Morrison Petroleum Ltd.	MORRISON PETE LTD		Feb/85		11000		212000
	MSR Exploration Ltd.	M S R EXPL LTD		Jan/85		33500		128200
	Nesbitt, Archibald J.	NANECO RESOURCES LTD	DS	Dec/84		17000		677480
	Belzile, Herve	NATIONAL BANK OF CANADA	D	Dec 84		1220		6433
	Pierro, Desroches		S	Feb/85	IR			508
	Pratte, Yves		D	Jan/85		500		1017
NATIONAL VICTORIA AND GREY TRUSTCO LIMITED, THE	Langford, James Alexander	NTL VICTORIA & GREY TRUSTCO	D	Feb/85			664	2000
	Wildor, William P.			Mar/84	T			
	Whiteshed Limited	NORANDA INC	D	Mar/84	T	56	56	
				Jul/84	T	30	30	
NORCEN ENERGY RESOURCES LIMITED	Aiken, Francis R.	NORCEN ENERGY RES LTD VTG	DI	Dec/84	IR			400
	Savings Plan			Dec/84	IR1			45
	Aiken, Francis R.	NORCEN ENERGY RES LTD NON-VTG	DI	Dec/84	IR			400
				Jan/85	T	31	31	5000

REPORTING ISSUER	INSIDER	SECURITY	REL 'N	TRANS DATE	TYPE	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
NORCEN ENERGY RESOURCES LIMITED (Continued)	Aiken, Francis R. Savings Plan	NORCEN ENERGY RES LTD NON-VTG	DI	Dec/84	IR1			246
	Andrews, Harold E. Savings Plan		S	Dec/84 Dec/84	1	370		400 549
	Barkwell, Donald David Employee Savings Plan	NORCEN ENERGY RES LTD VTG	DS	Dec/84 Dec/84	1	1		8313 2979
	Barkwell, Donald David Employee Savings Plan	NORCEN ENERGY RES LTD NON-VTG	DS	Dec/84 Dec/84	1	991		8313 4138
	Battle, Edward Gene	NORCEN ENERGY RES LTD VTG	DS	Dec/84 Dec/84 Dec/84	X 1 X	614 1 665 1417		29030 30727
	Black, Conrad & George Labmin Resources Limited	NORCEN ENERGY RES LTD VTG	B	Jan/85	1	250700		10263205
	Colby, Kenneth Lorne Savings and Investment Plan	NORCEN ENERGY RES LTD NON-VTG	S	Dec/84 Dec/84	1 1	1 113		1 113
	Duguid, Alick Stephen Gerard Savings and Investment Plan	NORCEN ENERGY RES LTD VTG	S	Dec/84 Dec/84	1 1	1		600 140
	Duguid, Alick Stephen Gerard Savings and Investment Plan	NORCEN ENERGY RES LTD NON-VTG	S	Dec/84 Dec/84	1 1	448		600 662
	Hartford, Leslie Lloyd Savings Plan		S	Jan/85 Jan/85	1	818		205 481
	Leroux, Jean-Jacques Savings Plan		S	Dec/84 Dec/84	1	741		83 2408
	McKeag, William J. Savings Plan		D	Dec/84	1	129		322
	Newhouse, Wayne M.	NORCEN ENERGY RES LTD VTG NORCEN ENERGY RES LTD NON-VTG	S	Dec/84 Dec/84		1 908		1450 2498
	Rathke, Austin Paul Savings Plan		DI	Dec/84	1	980		2716
	Ross, Charles Bruce Savings Plan	NORCEN ENERGY RES LTD VTG NORCEN ENERGY RES LTD NON-VTG	S	Dec/84 Dec/84	1 1	1 1187		501 1687
	Ross, Stanley M. Savings Plan		S	Dec/84 Dec/84	1	303		440 325
	Schieflier, Donald	NORCEN ENERGY RES LTD VTG NORCEN ENERGY RES LTD NON-VTG	DI	Dec/84 Dec/84 Dec/84	T 19 T	1 557 21		1519 2168
	Sheeres, Timothy Gordon Savings and Investment Plan		S	Dec/84				2596
	Singer, Gordon B.	NORCEN ENERGY RES LTD VTG	S	Dec/84 Dec/84	1	629		1066

REPORTING ISSUER	INSIDER	SECURITY	REL'N	TRANS DATE	TYPE	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
NORCEN ENERGY RESOURCES LIMITED (Continued)	Singer, Gordon B.	NORCEN ENERGY RES LTD VTG	S	Dec/84	T	31		2665
				Dec/84	T	666		3436
	Wood, Arthur L. RSP	NORCEN ENERGY RES LTD VTG	S	Dec/84		1		2373
				Dec/84				400
NORMICK PERRON, INC.	Wood, Arthur L. RSP	NORCEN ENERGY RES LTD NON-VTG	S	Dec/84		1046		3591
				Dec/84				400
	Gagnon, Marcel	NORMICK PERRON INC	S	Dec/84				5000
				Jan/85		25		568
NORTH CANADIAN OILS LIMITED	Hees International Corporation	NORTH CDN OILS LTD	B	Feb/85	E	459720		1654106
				Feb/85	E	31140		32140
	L'Heureux, Willard John		D	Feb/85	E	15000		72000
				Feb/85	E	5040		5140
NORTHERN TELECOM LIMITED	McJannet, R. Bryan	NORTHERN TELECOM LTD	S	Feb/85	IRI			56
				Feb/85	IRI			
	Caffry, John W. Savings Plan			Dec/84		404		707
				Dec/84				15000
	Fitzgerald, Edmund B. Irrevocable Trust Savings Plan		D	Dec/84		1154		1200
				Dec/84				1154
	Gagnon, Jean Paul Savings Plan		S	Dec/84		168		168
				Dec/84		7		810
	Gordon, J. Peter		DI	Dec/84				
				Dec/84		819		1159
	Hudson, Desmond F. Savings Plan		S	Feb/85	IRI			146
				Feb/85	IRI			88
	Kreiger, Jerry L. Savings Plan		S	Feb/85	IRI			
				Feb/85	IRI			
	Lasson, Wayne R. Savings Plan		S	Feb/85	IRI			
				Feb/85	IRI			
	Lotochinski, Eugene B. Savings Plan		S	Feb/85	IRI			434
				Feb/85	IRI			234
	Mattluz, Edward J. Dividend Reinvestment and Stock Purchase Plan Savings Plan		S	Dec/84		124		286
				Dec/84				99
	McMahon, Andrew Maurice Savings Plan		S	Dec/84		329		329
				Dec/84				
	Peterson, Donald K. Savings Plan		S	Dec/84		19		19
				Dec/84		5		818
	Sloane, Richard D.		DI	Feb/85	IRI			173
				Feb/85	IRI			
	Twyver, David A. Savings Plan		S	Feb/85	IRI			
				Feb/85	IRI			247
	Worthy, Thomas R. Savings Plan		S	Feb/85	IRI			
				Feb/85	IRI			
				Feb/85	IRI			
				Feb/85	IRI			

REPORTING ISSUER	INSIDER	SECURITY	REL'N	TRANS DATE	TYPE	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
NORTHLAND BANK	Beber, Montague C. Caramonte Management Limited	NORTHLAND BANK	D	Jan/85	1			43200
	Karnco Limited			Jan/85	1		6800	5000
	Derrickson, Ronald M. Mother Westbank Indian Band	D	D	Oct/84		16649		80649
				Nov/83	1	16000		16000
				Oct/84	1	44149		204149
NOVA SCOTIA SAVINGS & LOAN COMPANY	Shaw, Allan C.	NOVA SCOTIA SVG & LOAN CO	D	Feb/85	IR			300
NOVA, AN ALBERTA CORPORATION	Howard, William Arnold	NOVA, ALBTA CORP CL A	D	Nov/84	T	1077		8628
OAKWOOD PETROLEUMS LTD.	Litvinchuk, Walter J	NOVA, ALBTA CORP	S	Dec/84		3220		3220
	Milner, Richard Charles		S	Dec/84	T	1571 212		9849
	Germond, Kenneth Work	OAKWOOD PETES LTD	DS	Feb/85		990		42575
	Asquith, Ronald H. Savings Plan	OCCIDENTAL PETE CORP	S	Feb/85 Feb/85		493		1902 1922
	Casriel, Ronald B. Thrift Plan	S	S	Jan/85 Jan/85	1	1800		10650 8874
	Hebner, Paul C. Children's Trust Thrift Plan			Feb/85 Feb/85 Feb/85	1 1 1			65253 6000 18696
	Hirl, J. Roger Thrift Plan	S	S	Jan/85 Jan/85	Z 1	2909 195		4030 195
	McSweeney, William F. Savings Plan	S	S	Feb/85 Feb/85	1 1	1084		12472 7569
OLD CANADA INVESTMENT CORPORATION LIMITED	Shockley, Roger P Thrift Plan	S	S	Feb/85 Feb/85	1 1	522		941 3186
	Pitt, Susan Elizabeth RSP RSP-Spousal			Feb/85 Feb/85	1 1		2000	6654 748
OMEGA HYDROCARBONS LTD	Hall Staples Bonnie C.	OLD CANADA INVT CORP LTD	S	Feb/85			5000	68500
ONYX PETROLEUM EXPLORATION COMPANY LIMITED	Simus, Allan Jeffrey RSP	OMEGA HYDROCARBONS LTD	S	Feb/85				
ORBIT OIL & GAS LTD.	Teare, Charles Anton Amended RSP	ONYX PETE EXPL LTD	DS	Feb/85 Feb/85	1	300		9500 6500
		ORBIT OIL & GAS LTD	D	Jan/85 Jan/85	1	500		1784 4002
PACIFIC NORTHERN GAS LTD.	Bennett, Linton Evans Savings Plan Program Stock Purchase Plan	PACIFIC NORTHERN GAS LTD	S	Dec/84 Oct/84	1 1	14 1000		213 5000
	Dyce, Roy George Savings Plan Program Stock Purchase Plan			Dec/84 Feb/84 Oct/84	1 1 1	416 1000 600		655 4000
	Kreut, John W. Stock Purchase Plan	S	S	Feb/84	1	1000		1000
	O'Shaughnessy, Robert Fyfe RSP	S	S	Dec/84	1			1200

REPORTING ISSUER	INSIDER	SECURITY	REL 'N	TRANS DATE	TYPE	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
PACIFIC NORTHERN GAS LTD. (Continued)	O'Shaughnessy, Robert Fyfe	PACIFIC NORTHERN GAS LTD	S	Dec/84	1	204		2989
	Savings Plan Program			Feb/84	1	2000		
	Stock Purchase Plan			Oct/84	1	3000		17000
	Weaver, Thomas W.		S	Dec/84	1	147		
	Savings Plan Program			Dec/84	1		117	147
	Stock Purchase Plan			Feb/84	1	1000		2800
PANHANDLE EASTERN CORPORATION		PANHANDLE EASTERN CORP	DS	Apr/84	1	600		---
	Allison, Robert J. Jr.			Jul/84	Z	217		4865
	Dividend Reinvestment Plan			Jul/84	1			1701
PARKLAND RESOURCE EXPLORATIONS LIMITED	Lasseter, Charles E.		S	Jul/84	Z	37		237
	Dividene Reinvestment Plan			Jul/84	1			54
	Schomaker, John F.			Jul/84	Z	262		7535
PEGASUS GOLD INC.	Cobb, Paul	PARKLAND RES EXPL LTD	D	Feb/85	IR			50000
	Grabb, John J.			Feb/85	IR			-
	Teneff, Hobart Gold Reserve Corporation			Feb/85		155875		710762
POCO PETROLEUMS LTD	Dunkley, Lyle Francis	POCO PETE LTD	S	Feb/85	1			197255
	Hunter, Margaret			Feb/85		1009		24194
	Kurceba, Peter J.			Feb/85		956	1600	15991
POMAC MINES LTD	Markin, Allan Paul	POMAC MINES LTD	S	Feb/85		883		9823
	Stewart, Craig W			Feb/85		1480		100732
	Golden Reef Mines Limited Vermillion-Lomond Group			Feb/85		909	500	22894
PUISSANCE CORPORATION	Thornley-Hall, Ivan	POMAC MINES LTD OPTION	B	Sep/84	IR1			500000
	Larsen, Tom			Sep/84	IR1			250000
	Ross, George F.			Nov/84		25000		32000
PYTHON RESOURCES AND INVESTMENT CORPORATION	Ross Resources Group Limited	PUISSANCE CORP.	DS	Dec/84			9000	
	Harrison, Richard D.			Jan/85			3000	81637
	Meinzer, Gerhard Emil Meinzer Holdings Limited			Feb/85		700000		700000
QUAKER OATS COMPANY, THE		PYTHON RES & INVEST CORP	DSB	Feb/85	1		700000	
	REAL TIME DATAPRO LTD.			Feb/85	V	235		470
	REDPATH INDUSTRIES LIMITED			Feb/85		2400		2410
REED STENHOUSE COMPANIES LIMITED	Booth, Findlay Ronald Employee Stock Purchase Plan	QUAKER OATS CO	DS	Feb/85				96450
	Duncan, Grant E.			Feb/85	1			
				Feb/85		168		6918
		REDPATH INDS LTD	S	Dec/84		34		2343
		REED STENHOUSE LTD CL A	S					

INSIDER TRADING REPORTS

REPORTING ISSUER	INSIDER	SECURITY	RELIN	TRANS DATE	TYPE	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
REED STENHOUSE COMPANIES LIMITED (Continued)	Duncan, Grant E. RRSP	REED STENHOUSE LTD CL A	S	Dec 84	1			2577
	Sydor, Daniel Joseph		S	Feb/85	348			10963
REICHOLD LIMITED	Wilson, William Moore		D	Feb/85	T	1307		38251
	Kennedy, Donald J	REICHOLD LTD	S	Nov 84	IR			400
RESOLUTE PETROLEUMS LIMITED	Gerol, Basil	SECURITIES	DS	Feb/85	IR			---
	Hilland, Douglas Warren	RIO ALTO EXPL LTD	D	Feb/85	M		2500	63868
RIO ALTO EXPLORATION LTD.	Maraval Resources Ltd			Feb/85	M 1	2500	3000	7885
	Frame, Clifford H. Amended	ROMAN LTD	D	Jan/85			9000	---
ROMAN CORPORATION LIMITED	Risso, Albert Frederick		S	Feb/85		100		100
	Carley, Gleen Robert	ROXY PETE LTD CL B	S	Jan/85		1298		2496
ROXY PETROLEUM LTD.	Pinsky, George Alexander Savings Plan	ROXY PETE LTD (DLTD)	D	Jan/85		1770		2000
				Jan/85	1			150489
ROYAL BANK OF CANADA, THE	De Souza, Carlton Pius	ROYAL BK CDA	S	Dec/84		413		818
	Snee, Kenneth A.		S	Feb/85	T	273		1319
ROYAL TRUSTCO LIMITED	Clarke, George F.S.	ROYAL TRUSTCO LTD CLASS A	D	Dec/84		100		200
	Dima, William A. Amended	ROYAL TRUSTCO LTD WTS	SI	Jan/85			20000	40191
	Forest, Andre Purchase Plan	ROYAL TRUSTCO LTD CLASS A	S	Dec/84	T	1113		2226
				Dec/84	T 1	5000		10000
	Sneddon, Ian D. Amended	ROYAL TRUSTCO LTD CL A CONV	S	Dec/84		2544		6898
	Spouse			Jan/85	2000			
	Trenholme, Harry E. Share Purchase Plan			Jan/85	1			2610
				Feb/85	1			6000
	Tucker, H. Thomas	ROYAL TRUSTCO LTD CLASS A	S	Feb/85		2000		10000
	Spouse			Feb/85	1			800
ROYEX GOLD MINING CORPORATION	Skimming, Thomas	ROYEX GOLD MINING CORP	DS	Dec/84	T	400		3800
		ROYEX GOLD MINING CORP PFD		Jan/85	3000			3200
ROYFUND INCOME TRUST	Emory, James Vernon RRSP	ROYFUND INCOME TRUST UNITS	DS	Dec/84		2945		5890
				Dec/84	T 1			156645
SCEPTRE RESOURCES LIMITED	Fletcher, Gerald L. Employee Savings Plan	SCEPTRE RES LTD	S	Feb/85		1198		18
	Gusella, Richard Allan Wife		S	Feb/85				39900
SCOTT PAPER LIMITED	Stan, Kenneth R. Employee Savings Plan		S	Jan/85				4329
	MacNeill, Hugh Gordon	SCOTT PAPER LTD	D	Feb/85				152136
				Feb/85	1			4282
				Feb/85	1			325
				Jun/84	V	1000		1500

REPORTING ISSUER	INSIDER	SECURITY	REL'N	TRANS DATE	TYPE	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
SEAQUEST ENERGY LTD.	Elliott, Robert George	SEAQUEST ENERGY LTD	D	Feb/85	M		1753894	66761
	Bobco Holdings Ltd.			Feb/85				---
	Highfield Corporation Ltd.			Feb/85				593022
	Highfield Investments A.G.			Feb/85				6412
	Highwood River Ranches Inc.			Feb/85				2188148
SELKIRK COMMUNICATIONS LIMITED	Rockywood International B.V.	SELKIRK COMM LTD CL A	DS	Feb/85	M	1753894		12241
				Feb/85				
				Feb/85				172117
				Feb/85				
				Feb/85				10000
SHAW CABLESYSTEMS LTD.	Mackay, John Stuart	SHAW CABLESYSTEMS CL A CONV	DS	Jun/84				308000
	Shaw, James Robert			Jun/84				5000
	Amended			Jan/85				14000
	Brasha Holdings Ltd.			Jan/85				
	Four J Investments			Jan/85				130000
	James R. Shaw			Jan/85				
	Securities Limited			Jan/85				
	Jay-Shaw Holdings Ltd.			Jan/85				1500
				Jan/85				
	Julmar Holdings Ltd.			Jan/85				6900
	L.E. Shaw Investments			Jan/85				5000
	Shawana Estates Ltd.			Jan/85				129300
				Jan/85				5000
				Dec/84				
				Dec/84				500
SHAW CABLESYSTEMS 10% CV DEBS	Shaw, James Robert	SHAW CABLESYSTEMS CL B CONV	DS	Dec/84				--
	Amended			Dec/84				41000
	Brasha Holdings Ltd.			Dec/84				7000
	Four J Investments			Dec/84				
	James R. Shaw			Dec/84				
	Securities Limited			Dec/84				58575
	Jay-Shaw Holdings Ltd.			Dec/84				41000
	Julmar Holdings Ltd.			Dec/84				41000
	L.E. Shaw Investments			Dec/84				60650
	Shawana Estates Ltd.			Dec/84				41000
				Dec/84				
				Dec/84				168490
				Dec/84				10000
				Jan/85				273500
				Dec/84				11000
SHAW INDUSTRIES LTD.	Conroy, Brian J.	SHAW INDS LTD	S	Feb/85		21000	500	700
				Feb/85				
				Feb/85				15536
				Jan/85				32000
				Jan/85				3000
SIENNA RESOURCES LIMITED	Arroyo Exploration Ltd	SIENNA RES LTD	S	Jan/85		3000	2000	6200
	Spouse			Jan/85				
				Feb/85				
				Feb/85				81400
				Feb/85				68300
STEINBERG INC.	Cobrin, Marilyn	STEINBERG INC CL A	B	Feb/85			10000	9600
	111762 Canada Inc			Feb/85				120100
	80868 Canada Ltd.			Feb/85				50000
	E.R.G. Holdings Ltd.			Feb/85				
	Evelyn Steinberg Trust			Feb/85				10100
	Heleen and Sam Steinberg Family Foundation, The			Feb/85				4000
	Mildred Steinberg Trust			Feb/85				
	Rockview Investments Inc.			Feb/85				253462
				Dec/84				18000
				Dec/84				
STRATAS CORPORATION LTD, THE	De Cristoforo, George J.	STRATAS CORP LTD OPTIONS	D	Feb/85		11000		2608300
				Feb/85				
SULLIVAN MINES INC	Societe Quebecoise d'Exploration Miniere	SULLIVAN MINES INC	B	Feb/85				
	Soquemines Inc.			Feb/85				

REPORTING ISSUER	INSIDER	SECURITY	REL'N	TRANS DATE	TYPE	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH END HOLDINGS
SULPETRO LIMITED	Turner, W. I. M. Jr. Wimtwo Inc.	SULPETRO LTD.	D	Feb/85 Feb/85	1	1600		1000 2000
SYDNEY DEVELOPMENT CORPORATION	Hakis, Thomas A. Rekrutiak, Kenneth E. ISIP	SYDNEY DEV CORP	S	Jan/85 Jan/85 Jan/85	1	3830 4522		16164 1322 12103
TELE-CAPITAL INC.	Belanger, Gaston W. Lauzon, Gilles	TELE-CAPITAL INC CL A	SI	Dec/84 Dec/84 Jan 85	IR			800 1100 100
TELE-METROPOLE INC.	Loslier, Gilles	TELE METROPOLE INC CL B	DISI	Feb/85				200
TENNECO INC.	Rackley, C. W. Thrift Plan	TENNECO INC 9% BONDS DUE 1991	S	Jan/85	1		\$9000	---
TERRA MINES LTD.	Sveinson, Frederick James RRSP	TERRA MINES LTD	S	Dec/84 Dec/84	1		700	6620 2125
TERRATECH RESOURCES INC.	Robertson, Herbert H.	TERRATECH RES INC	S	Jan/85	IR			100000
TERRY GOLD EXPLORATIONS INC.	Harper, Hugh Grant Harper Consultant Service Inc.	TERRY GOLD EXPL INC	DSB	Feb/85				160001
TEXACO CANADA INC.	Ross, Donald A.	TEXACO CDA INC	D	Feb/85	1	1500		6500
THOMSON NEWSPAPERS LIMITED	Dewar, John S.	THOMPSON NEWSPAPER CLASS A	D	Nov/84		1000		1024 2060
THUNDERHEAD GOLD MINES LIMITED	Ross, George F. Ross Resources Group Limited	THUNDERHEAD GOLD MINES LTD	DS	Mar/85	M	850000		850000
TONKA RESOURCES INC	Ross, George F. 537691 Ontario Limited	TONKA RES INC	DSB	Mar/85 Mar/85	M M	1000000	850000 1000000	---
TORONTO-DOMINION BANK	Sobey, Donald R. Donald R. Sobey Investments Ltd. Sumac Corporation Limited	TORONTO-DOM. BANK	D	Jan/85 Jan/85	1	42000		17143 50858
TRANS CANADA GLASS LTD.	Fraser Holding Ltd.	TRANS CDA GLASS LTD	B	Feb/85		750		822843
TRANSCANADA PIPELINES LIMITED	Gordon, J. Peter Kerr, James Winslow Wife	TRANSCANADA PPLNS LTD	D	Feb/85 Feb/85	1	30 242		1030 17296 400
TRILLIUM TELEPHONE SYSTEMS INC	Raborn, Smiley Jr. Gnat, Albert Registered Retirement Plan	TRILLIUM TELEPHONE SPECIAL	D	Jan/85		353		26980
TRILON FINANCIAL CORPORATION	Bertrand, Francois Blackman, T. W. Brousseau, M. J. Collins, G. R.	TRILON FINL CORP CL A	SI	Feb/85 Jan/85 Jan/85 Jan/85 Jan/85	1 IR IR IR IR	5000		5000 1000 2500 2500 10000

REPORTING ISSUER	INSIDER	SECURITY	REL'N	TRANS DATE	TYPE	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
TRILON FINANCIAL CORPORATION (Continued)	Harris, S. R.	TRILON FINL CORP CL A	SI	Jan/85	IR			2500
	Jasper, J. A.		SI	Jan/85	IR			9000
	Ondracek, J.		SI	Jan/85	IR			2000
	Parry, David R.		SI	Jan/85	IR			2500
	Scholtz, T. J.		SI	Jan/85	IR			2500
TRIZEC CORPORATION LTD.	Dixon, Thomas E. Moncal & Co.	TRIZEC CORP SR PFD CL B SRS 3	S	Feb/85	I		• 150	900
ULS CAPITAL CORPORATION	Leitch Transport Ltd.	ULS CAPITAL CORP	B	Jan/85	IR			1000
UNION ENTERPRISES LTD.	Hobbs, John Harry Russel Employee Share Ownership Plan	UNION ENTERPRISES LTD	SI	Feb/85	M	1480		6307
	Hobbs, John Harry Russel	UNION ENTERPRISES LTD UNITS	SI	Feb/85	M 1		1480	---
	Mann, George S. Unicorp Canada Corporation	UNION ENTERPRISES LTD		Feb/85	R		2500	---
	Thomas, William B.			Mar/85	I	7290158		11790258
UNITED STATES STEEL CORPORATION		U S STEEL CORP	S	Feb/85	F	2119		2134
VAN DERHOOT ASSOCIATES LIMITED	Arbus, Barry S.	VAN DER HOUT ASSOC	DS	Feb/85		2000		8300
VERSATILE CORPORATION	McKeen, George B.	VERSATILE CORP CL A	D	Feb/85		16		1381
		VERSATILE CORP CL B		Feb/85		19		1484
	McKeen Investments Ltd			Feb/85	I		178	---
	Saunders, Peter Paul Dorfran Investments Ltd Mull Investments Ltd Saunders Investments Ltd.	WAJAX LTD CL B CONV	D	Feb/85				40962
WAJAX LIMITED				Feb/85	I			9456
				Feb/85	I			27209
				Feb/85	I	163		112306
	Friesen, Douglas L. Douglas L Friesen Limited	WALWYN INC	DISI	Oct/84	IR1			119177
WALWYN INC	Hodgins, Arthur J.		SI	Feb/85	E	1600		---
		WALWYN INC SER A PREF		Feb/85	E		11200 2000	---
	Hynes, John M. Hynes Investments Inc. May, Mikkila Inc.	WALWYN INC	DISI	Oct/84	IR1			3566
				Oct/84	IR1			22893
Mikkila, William G. May, Mikkila Inc. W.G. Mikkila Holdings Inc.	Martin, Joseph O. J.		SI	Feb/85			500	3068
			DISI	Oct/84	IR1			121867
				Oct/84	IR1			131
	Wilson, Roderick A. May, Mikkila Inc. Rodnan Personal Planning Inc.		DISI	Oct/84	IR1			49725
Wong, Robert C. May, Mikkila Inc.				Oct/84	IR1			2486
			DISI	Oct/84	IR			6183
				Oct/84	IR1			31950

REPORTING ISSUER	INSIDER	SECURITY	REL'N	TRANS DATE	TYPE	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
WELLINGTON TRUST COMPANY	Balfour, Robert P.	WELLINGTON TRUST CO	S	Jan/85	IR			74
WESTMIN RESOURCES LIMITED	Eyton, John Trevor Amended 398787 Ontario Ltd.	WESTMIN RES LTD	D	Jul/84	I	2000		7000
WILSHIRE ENERGY RESOURCES INC.	Paterson, William David	WILSHIRE ENERGY RES INC	DS	Feb/85		4000		515624
YELLOWKNIFE BEAR RESOURCES INC	Yellowknife Bear Resources Inc.	YELLOWKNIFE BEAR RES INC		Feb/85 Feb/85	R	150000	150000	---

REPORT UNDER SECTION 113 OF THE ACT

MANAGEMENT COMPANY PRINCIPAL SECURITIES MANAGEMENT LIMITED	SELLER Collective Mutual Fund Ltd.	DATE OF TRANSACTION	NATURE OF TRANSACTION
"	"	Jan. 13, 1985	46 Special Shares
"	"	Jan. 13, 1985	133 Special Shares
"	"	Jan. 7, 1985	32 Special Shares
"	"	Jan. 14, 1985	32 Special Shares
"	"	Jan. 21, 1985	31 Special Shares
"	"	Jan. 28, 1985	30 Special Shares
"	"	Jan. 13, 1985	5 Special Shares
"	"	Jan. 13, 1985	105 Special Shares
"	"	Jan. 13, 1985	7 Special Shares
"	"	Jan. 13, 1985	13 Special Shares
"	"	Jan. 13, 1985	75 Special Shares
"	"	Jan. 31, 1985	75 Special Shares
"	"	Jan. 13, 1985	1,417 Special Shares
"	"	Jan. 13, 1985	4,649 Special Shares
"	"	Jan. 13, 1985	985 Special Shares
"	"	Jan. 31, 1985	6 Special Shares
"	"	Jan. 13, 1985	1,310 Special Shares
"	"	Jan. 13, 1985	53 Special Shares
"	"	Jan. 13, 1985	6 Special Shares
"	"	Jan. 13, 1985	631 Special Shares
"	"	Jan. 2, 1985	33 Special Shares
"	"	Jan. 3, 1985	11 Special Shares
"	"	Jan. 13, 1985	563 Special Shares
"	"	Jan. 13, 1985	55 Special Shares
"	"	Dec. 27, 1984	79 Special Shares
"	"	Dec. 6, 1984	13 Special Shares
"	"	Dec. 31, 1984	6 Special Shares
"	"	Dec. 3, 1984	33 Special Shares
"	"	Dec. 10, 1984	33 Special Shares
"	"	Dec. 17, 1984	33 Special Shares
"	"	Dec. 27, 1984	32 Special Shares
"	"	Dec. 31, 1984	32 Special Shares
"	"	Dec. 14, 1984	339 Special Shares
"	"	Dec. 5, 1984	20 Special Shares

REPORT UNDER SECTION 113 OF THE ACT

MANAGEMENT COMPANY	SELLER	DATE OF TRANSACTION	NATURE OF TRANSACTION
PRINCIPAL SECURITIES MANAGEMENT LIMITED (CONTINUED)	Collective Mutual Fund Ltd.	Jan. 13, 1985	32 Special Shares
"	"	Jan. 5, 1985	6 Special Shares
"	"	Dec. 5, 1984	6 Special Shares
"	"	Dec. 31, 1984	6 Special Shares

CHAPTER 8
NOTICES OF EXEMPT FINANCINGS

REPORTS OF TRADES SUBMITTED ON FORM 20
UNDER THE SECURITIES ACT 1980

TRANSACTION DATE	PURCHASER	SECURITY	PRICE (\$)	AMOUNT
Mar. 01, 1985	Abitibi-Price Refinance Inc.	ABITIBI-PRICE INC. SERIES K DEBENTURES	26,314,101 U.S.	26,314,101 U.S.
Feb. 12, 1985	Mavone Holdings Limited	CABOT TRUST COMPANY COMMON SHARES	175,000	11,500 share(s)
Feb. 28, 1985	Manufacturers Life Insurance Company	CADILLAC FAIRVIEW CORPORATION LIMITED, THE AND MARKBOROUGH PROPERTIES LIMITED - 14 3/4% FIRST MORTGAGE BONDS, SERIES A	15,000,000	\$15,000,000
"	Sun Life Assurance Company of Canada	" "	25,000,000	\$25,000,000
Feb. 19, 1985	CCB Realty Investors	CANADIAN COMMERCIAL BANK COMMON SHARES	17,763,724	1,614,884 share(s)
Feb. 26, 1985	CMP 1985 Mineral Partnership and Company, Limited	CANAMAX RESOURCES INC. COMMON SHARES	5,500,000	885,936 share(s)
Feb. 07, 1985	Laidlaw Transportation Limited	CARENA-BANCORP INC. - CLASS B SERIES E PREFERRED SHARES	5,000,000	5,000 share(s)
Feb. 19, 1985	Canadian Commercial Bank	CCB REALTY INVESTORS CLASS B UNITS	17,765,151	2,440,268 unit(s)
Feb. 19, 1985	GLN Equities Limited	NORTHSTAR RESOURCES LTD. FLOATING RATE CONVERTIBLE REDEEMABLE DEBENTURES	3,300,000	\$3,300,000
Feb. 19, 1985	Cobb, Paul F.	PARKLAND RESOURCES EXPLORATIONS LIMITED COMMON SHARES	500	50,000 share(s)
"	Miller, Norman A.	" "	"	50,000 "
Feb. 28, 1985	Sun Life Assurance Company of Canada	PROVIGO INC. - 11 7/8% DEBENTURES, SERIES F DATED FEBRUARY 28, 1985 MATURING FEBRUARY 28, 1995	6,000,000	\$6,000,000
Feb. 01, 1985	Canada Permanent Trust Company A/C 263307-41	RUGGLES & CRYSDALE GENETIC UNIQUE FUND - UNITS	149,566 U.S.	12,281 unit(s)
"	Canada Permanent Trust Company A/C 264900-00	" "	74,638 U.S.	6,128 unit(s)
"	Canada Trust Co., The A/C 74-110424-6	" "	111,957 U.S.	9,193 unit(s)
"	Grator & Co. A/C 24-4080-9	" "	112,107 U.S.	9,205 unit(s)
"	Monray & Co. A/C 902880	" "	113,019 U.S.	9,280 unit(s)
"	Montowr & Co. A/C 903230	" "	111,915 U.S.	9,189 unit(s)
"	Montowr & Co. A/C 929680	" "	443,000 U.S.	44,300 unit(s)
"	National Victory & Grey Trust Co. A/C TE9186	" "	74,515 U.S.	6,118 unit(s)

REPORTS OF TRADES SUBMITTED ON FORM 20
UNDER THE SECURITIES ACT 1980

TRANSACTION DATE	PURCHASER	SECURITY	PRICE (\$)	AMOUNT
Feb. 01, 1985	Roytor & Co. A/C 122-876-6	RUGGLES & CRYSDALE GENETIC UNIQUE FUND - UNITS	75,000 U.S.	6,158 unit(s)
"	Roytor & Co. A/C 280104-1	"	"	6,158 "
"	Standard Trust Company A/C 17000	"	74,337 U.S.	6,120 unit(s)
Feb. 07, 1985	Sarlos & Zukerman Limited	SARLOS & ZUKERMAN FUND, THE UNITS	200,000	200 share(s)
Feb. 06, 1985	Toronto Dominion Bank	VARENNA HOLDINGS LTD. - 9 1/4% CUMULATIVE REDEEMABLE PREFERRED SHARES	1,257,000	50,000 share(s)
Nov. 30, 1984	Continental Research & Development	WEST HILL ENERGY INC. COMMON SHARES	515,000	2,575 share(s)

RESALE OF SECURITIES

FORM - 21

DATE OF RESALE	DATE OF ORIG PURCHASE	SELLER	SECURITY	PRICE (\$)	AMOUNT
Mar. 01, 1985	Dec. 01, 1983	Mutual Life Assurance Company of Canada, The	CANADIAN TIRE CORPORATION LTD. CLASS A SHARES	625,056	54,950 share(s)
Feb. 15, 1985	Jul. 11, 1983	GR Investor Relations Inc.	HEDMAN RESOURCES LIMITED COMMON SHARES	700	1,000 share(s)
Feb. 18, 1985	"	"	"	2,340	3,000 "
"	"	"	"	3,000	4,000 "
Feb. 19, 1985	"	"	"	1,600	2,000 "
Feb. 20, 1985	"	"	"	1,700	2,000 "
"	"	"	"	1,800	2,000 "
"	"	"	"	2,640	3,000 "
Feb. 21, 1985	"	"	"	2,100	2,000 "
"	"	"	"	2,200	2,000 "
"	"	"	"	2,850	3,000 "
"	"	"	"	3,000	3,000 "
Feb. 22, 1985	"	"	"	2,300	2,000 "
"	"	"	"	2,400	2,000 "
Feb. 22, 1985	Feb. 17, 1983	Mutual Life Assurance Company of Canada	MAGNA INTERNATIONAL INC. CLASS A SHARES	44,700	3,000 share(s)
Feb. 25, 1985	Dec. 30, 1983	Michael, Irwin	TRANSPACIFIC RESOURCES INC. PRINCIPAL AMOUNT OF 10% CONVERTIBLE DEBENTURE	175,500	\$175,500

NOTICE OF INTENTION TO DISTRIBUTE SECURITIES PURSUANT TO SUBSECTION 7 OF SECTION 71

SELLER	SECURITY	AMOUNT
Helpert, Jack	BROWN-MCDADE RESOURCES LTD. - COMMON SHARES	209,900 share(s)
Estate of Carl Arthur Pollock	ELECTROHOME LIMITED - CLASS X SHARES	344,510 "
Estate of Carl Arthur Pollock	ELECTROHOME LIMITED - CLASS Y SHARES	734,020 "
Sutton Management Limited	MIRCAN INDUSTRIES LIMITED - CLASS A SHARES	134,550 "
Sutton Management Limited	MIRCAN INDUSTRIES LIMITED - COMMON SHARES	500,000 "

CHAPTER 9

TAKE-OVER BIDS, ISSUER BIDS

9.1 TAKE-OVER BIDS, ISSUER BIDS

TAKE-OVER BIDS, ISSUER BIDS

132845 CANADA LTD. *
(Offeror)

PROPETRO CORP.
(Offeree)

ABITIBI-PRICE * #
(Offeror)

BARBECON INC.
(Offeree)

RCI ACQUISITIONS INC. *
(Offeror)

REICHOLD LIMITED
(Offeree)

WARNACO MENS SPORTSWEAR INC. *
AND
C.F. HATHAWAY COMPANY
(Offeror)

WARNACO OF CANADA LIMITED
(Offeree)

NOTICE OF INTENTION - FORM 35

ASSOCIATED PORCUPINE MINES LIMITED

FORD MOTOR COMPANY OF CANADA, LIMITED

OAKWOOD PETROLEUMS LTD.

ISSUER BID

GREY GOOSE CORPORATION LIMITED

* Cash Offer

Share Exchange

CHAPTER 10
CONTINUOUS DISCLOSURE FILINGS

Public Documents Filed with the Ontario Securities Commission

ISSUER	TITLE
330019 ONTARIO LIMITED	APPLICATION
330019 ONTARIO LIMITED	RULING/ORDER/REASONS
3460 KEELE ST. APARTMENTS LTD.	AUD. ANN. FIN. STMT.
A.E. LEPAGE LIMITED	APPLICATION
ABERFORD RESOURCES LTD.	PRESS RELEASE
ABERFORD RESOURCES LTD.	PRESS RELEASE
ABITIBI RESOURCES LTD.	APPLICATION
ABITIBI-PRICE INC.	PRESS RELEASE
ABITIBI-PRICE INC.	APPLICATION
ABITIBI-PRICE INC.	TAKEOVER/FORM 35
ACCESS BANKING NETWORK INC.	PRIVATE PLACEMENTS
ACKLANDS LTD.	PRESS RELEASE
AGF MANAGEMENT LIMITED	FORM 28-ANN. FILING
AIGUEBELLE RESOURCES INC.	PRESS RELEASE
AIGUEBELLE RESOURCES INC.	PRESS RELEASE
ALBERTA ENERGY COMPANY LTD.	PRESS RELEASE
ALBERTA ENERGY COMPANY LTD.	PRESS RELEASE
ALCAN ALUMINIUM LIMITED	PRESS RELEASE
ALGOMA STEEL CORPORATION LIMITED	PRELIMINARY REPORT O
ALGOMA STEEL CORPORATION LIMITED	FORM 27-MAT. CHANGE
ALTEX RESOURCES LTD.	T.S.E. MATERIAL
AMSTOCK FUND	APPLICATION
ANDRES WINES LTD.	IFS 9 MN DE 31 84
ANGLO-PERMANENT CORPORATE HOLDINGS	RULING/ORDER/REASONS
ANGLO-PERMANENT CORPORATE HOLDINGS	APPLICATION
ANTHES INDUSTRIES INC.	RESULTS FOR YEAR END
ARGUS CORPORATION LIMITED	PRESS RELEASE
ARGYLL ENERGY CORPORATION	RULING/ORDER/REASONS
ASAMERA INC.	PRESS RELEASE
ATCO LTD.	PRESS RELEASE
ATLANTIC RICHFIELD COMPANY	REPORT FOR QUARTER E
ATLAS YELLOWKNIFE RESOURCES LIMITED	AUD. ANN. FIN. STMT.
ATLAS YELLOWKNIFE RESOURCES LIMITED	IFS 3 MN DE 31 84
ATLAS YELLOWKNIFE RESOURCES LIMITED	CHANGE OF AUDITORS
AUTOCROWN CORPORATION LIMITED	AUD. ANN. FIN. STMT.
AVINDA VIDEO INCORPORATED	PRIVATE PLACEMENTS
AVINDA VIDEO INCORPORATED	PRESS RELEASE
B.C. SUGAR REFINERY LIMITED	PRESS RELEASE
BAKER INTERNATIONAL CORPORATION	10Q 3 MN DE 31 84
BANK OF BRITISH COLUMBIA	PRESS RELEASE
BANK OF NOVA SCOTIA	PRESS RELEASE
BANK OF NOVA SCOTIA	PRESS RELEASE
BARBECON INC.	TAKEOVER/FORM 35
BASIC RESOURCES INTERNATIONAL (BAHAMAS)	FORM 27-MAT. CHANGE
BATON BROADCASTING INCORPORATED	T.S.E. MATERIAL
BATTLE ENERGY CORP.	PRESS RELEASE
BAY MILLS LIMITED	PRESS RELEASE
BAY MILLS LIMITED	PRESS RELEASE

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Public Documents Filed with the Ontario Securities Commission

ISSUER	TITLE
BBC-RI SERVICES LTD.	INCOME STATEMENT, 9
BBC-RI SERVICES LTD.	FORM 28-ANN. FILING
BBC-RI SERVICES LTD.	RULING/ORDER/REASONS
BEAU CANADA EXPLORATION LTD.	PRESS RELEASE
BELL CANADA	APPLICATION
BELL CANADA	RULING/ORDER/REASONS
BELL CANADA	ANNUAL INFO. FORM
BORALEX INC.	APPLICATION
BORALEX INC.	RIGHTS OFFERING
BOREALIS EXPLORATION LIMITED	IFS 9 MN DE 31 84
BRALORNE RESOURCES LIMITED	PRESS RELEASE
BRALORNE RESOURCES LIMITED	PRESS RELEASE
BREAKWATER RESOURCES LTD.	T.S.E. MATERIAL
BRENDA MINES LIMITED	FIN. RESULTS FOR 12
BRENDA MINES LIMITED	PRESS RELEASE
BRENDA MINES LIMITED	PRESS RELEASE
BRENDA MINES LIMITED	AMENDED RELEASE
BRISA INTERNATIONAL S.A.	CERTIF. OF MAILING
BRISA INTERNATIONAL S.A.	SHRHLDRS. MTNG. MAT.
BRITISH COLUMBIA FOREST PRODUCTS LIMITED	PRESS RELEASE
BRITISH COLUMBIA FOREST PRODUCTS LIMITED	PRIVATE PLACEMENTS
BRITISH COLUMBIA FOREST PRODUCTS LIMITED	DIVIDEND NOTICE
BRITISH COLUMBIA FOREST PRODUCTS LIMITED	T.S.E. MATERIAL
BRITISH COLUMBIA RESOURCES INVESTMENT	1984 EARNINGS - ENDE
BRITISH COLUMBIA TELEPHONE COMPANY	PRESS RELEASE
BRITISH COLUMBIA TELEPHONE COMPANY	PRESS RELEASE
BROSAN MINES LTD.	IFS 9 MN DE 31 84
BROWN-MCDADE RESOURCES LIMITED	PRIVATE PLACEMENTS
BRUNSWICK MINING AND SMELTING	PRESS RELEASE
CADILLAC FAIRVIEW CORPORATION LIMITED	PRESS RELEASE
CADILLAC FAIRVIEW CORPORATION LIMITED	ANNUAL INFO. FORM
CAE INDUSTRIES LTD.	IFS 9 MN DE 31 84
CAMBRIDGE SHOPPING CENTRES LIMITED	IFS 9 MN DE 31 84
CAMEL OIL & GAS LTD.	SHRHLDRS. MTNG. MAT.
CAMPBELL SOUP COMPANY LTD.	2ND QUARTER RESULTS
CAMPBELL SOUP COMPANY LTD.	PRESS RELEASE
CAMPBELL SOUP COMPANY LTD.	PRESS RELEASE
CAMPEAU CORPORATION	FINANCIAL RESULTS -
CAMPEAU CORPORATION	PRESS RELEASE
CANADA CEMENT LAFARGE LTD.	LET. TO SHAREHOLDERS
CANADA NORTHWEST ENERGY LIMITED	PRESS RELEASE
CANADA SAFEWAY LIMITED	AMENDED INCOME STATE
CANADIAN COMMERCIAL BANK	PRESS RELEASE
CANADIAN COMMERCIAL BANK	APPLICATION
CANADIAN COMMERCIAL BANK	RULING/ORDER/REASONS
CANADIAN CORPORATE MANAGEMENT COMPANY	UNAUDITED RESULTS FO
CANADIAN INVESTMENT FUND LTD.	DIVIDEND NOTICE
CANADIAN MARCONI COMPANY	PRESS RELEASE

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ISSUER	TITLE
CANADIAN SATELLITE COMMUNICATIONS INC.	T.S.E. MATERIAL
CANADIAN TIRE CORPORATION LIMITED	LET. TO SHAREHOLDERS
CANADIAN WORLDWIDE ENERGY LIMITED	PROSPECTUS
CANADIAN WORLDWIDE ENERGY LIMITED	APPENDICES TO PROSPE
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CANAMAX RESOURCES INC.	PRESS RELEASE
CANFOR CORPORATION	PRELIMINARY RESULTS
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CANOLAN RESOURCES LTD.	RULING/ORDER/REASONS
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CARNEGIE MINING CORPORATION LIMITED	MERGER-AMALGAMATION
CAROLIN MINES LTD.	T.S.E. MATERIAL
CARRIAGE SMALL BUSINESS VENTURES	SHRHLDRS. MTNG. MAT.
CCB REALTY INVESTORS	RULING/ORDER/REASONS
CCL INDUSTRIES INC.	EXEMPT FIN. NOTICE
CCL INDUSTRIES INC.	EXEMPT FIN. NOTICE
CCL INDUSTRIES INC.	T.S.E. MATERIAL
CENTRAL FUND OF CANADA LIMITED	PRESS RELEASE
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CHANCE MINING AND EXPLORATION COMPANY	PRIVATE PLACEMENTS
CHIEFTAIN DEVELOPMENT CO. LTD.	FINANCIAL RESULTS -
CHIEFTAIN DEVELOPMENT CO. LTD.	PRESS RELEASE
CHRYSLER CORPORATION	FORM 8-K - DATED FEB
CIRCO CRAFT CO. INC.	PRESS RELEASE
CMP 1985 MINERAL PARTNERSHIP AND	APPENDICES TO PROSPE
CMP 1985 MINERAL PARTNERSHIP AND	PROSPECTUS
COBRA EMERALD MINES LIMITED	CHANGE DIRECTORS
COHO RESOURCES LIMITED	PRESS RELEASE
COMBINED INTERNATIONAL CORPORATION	EARNING RESULTS - 4T
COMINCO LTD.	PRESS RELEASE
COMINCO LTD.	DIVIDEND NOTICE
COMMERCE - UD INC.	IFS 3 MN JA 31 85
COMPUTALOG GEARHART LTD.	PRESS RELEASE
COMPUTALOG GEARHART LTD.	T.S.E. MATERIAL
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COMTECH GROUP INTERNATIONAL LIMITED	IFS 6 MN DE 31 84
COMTERM INC.	T.S.E. MATERIAL
CONSOLIDATED-BATHURST INC.	PRELIMINARY REPORT -
CONSOLTEX CANADA INC.	PRESS RELEASE
COPCONDA-YORK RESOURCES INC.	IFS 6 MN DE 31 84
COPCONDA-YORK RESOURCES INC.	LETTER OF TRANSMITTA
COSEKA RESOURCES LIMITED	PRESS RELEASE
CRAIGMONT MINES LIMITED	PRESS RELEASE
CROWNX INC.	UNAUDITED RESULTS -
CURRIE ROSE RESOURCES INC.	IFS 6 MN DE 31 84
D'OR VAL MINES LTD.	PRESS RELEASE

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ISSUER	TITLE
D'OR VAL MINES LTD.	T.S.E. MATERIAL
DAON DEVELOPMENT CORPORATION	CERTIF. OF MAILING
DEACON-HODGSON INVESTMENT ACCOUNT	PRELIMINARY ANNUAL R
DEACON-HODGSON RETIREMENT SAVINGS PLAN	PRELIMINARY ANNUAL R
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DENISON MINES LTD.	PRESS RELEASE
DENISON MINES LTD.	PRELIM. PROSPECTUS
DIGITECH LTD.	CERTIFIED INTERIMS -
DOME PETROLEUM LIMITED	PRESS RELEASE
DOME PETROLEUM LIMITED	T.S.E. MATERIAL
DOMINION TEXTILE INC.	PRESS RELEASE
DOMTAR INC.	PRESS RELEASE
DONOHUE INC.	INTERIM REPORT - DEC
DOW CHEMICAL COMPANY	FOURTH QUARTER REPOR
DREADNOUGHT INVESTMENTS LIMITED	SHRHLDRS. MTNG. MAT.
DRUMMOND PETROLEUM LTD.	FOURTH QUARTER REPOR
DRUMMOND PETROLEUM LTD.	LET. TO SHAREHOLDERS
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DYLEX LIMITED	DIVIDEND NOTICE
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DYNEX PETROLEUM LTD.	T.S.E. MATERIAL
EASTERN BAKERIES LIMITED	ANNUAL REPORT
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ELECTROHOME LIMITED	T.S.E. MATERIAL
EMERGO INVESTMENTS INC.	APPLICATION
ENERGY & RESOURCES (CAM) LTD.	T.S.E. MATERIAL
ENERGY & RESOURCES (CAM) LTD.	T.S.E. MATERIAL
ENERGY CONVERSION DEVICES, INC.	APPLICATION
ENERGY CONVERSION DEVICES, INC.	RULING/ORDER/REASONS
EQUUS PETROLEUM CORP.	TAKEOVER/FORM 35
EVERGREEN INTERNATIONAL CORP.	PRESS RELEASE
FATHOM OCEANOLOGY LIMITED	TAKEOVER/FORM 35
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FIRST CALGARY PETROLEUMS LTD.	DIVIDEND NOTICE
FIRST CITY REALFUND	APPLICATION
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FIRST CITY REALFUND	RULING/ORDER/REASONS
FIRST MERCANTILE PARTNERSHIP	PRIVATE PLACEMENTS
FIRST UNITED CAPITAL INC.	RULING/ORDER/REASONS
FLEET AEROSPACE CORPORATION	PRESS RELEASE

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FLEET AEROSPACE CORPORATION	TAKEOVER/FORM 35
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FLEET AEROSPACE CORPORATION	FORM 27-MAT. CHANGE
FRUEHAUF CANADA INC.	PRESS RELEASE
FUTURTEK COMMUNICATIONS INC.	PRESS RELEASE
GALINEE MATTAGAMI MINES LIMITED	SHRHLDRS. MTNG. MAT.
GALTACO INC.	CERTIF. OF MAILING
GENERAL ALLIED OIL & GAS CO.	SHRHLDRS. MTNG. MAT.
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GENSTAR CORPORATION	PRELIMINARY REPORT -
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GRANITE CAPITAL DEVELOPMENT CORPORATION	IFS 3 MN DE 31 84
GRANITE RESORTS INC.	AUD. ANN. FIN. STMT.
GREENWICH RESOURCES INC.	PRESS RELEASE
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GREY GOOSE CORPORATION LIMITED	T.S.E. MATERIAL
GREY GOOSE CORPORATION LIMITED	PRESS RELEASE
GROWTH INVESTMENT CORPORATION	APPENDICES TO PROSPE
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GUARANTY TRUSTCO LIMITED	PRESS RELEASE
GUARDIAN-MORTON SHULMAN PRECIOUS METALS	T.S.E. MATERIAL
HALLIBURTON COMPANY	PRESS RELEASE
HAMILTON CREDIT EXCHANGE LIMITED	PRIVATE PLACEMENTS
HCI HOLDINGS LTD.	AUD. ANN. FIN. STMT.
HEDMAN RESOURCES LIMITED	PRIVATE PLACEMENTS
HELIX CIRCUITS INC.	PRESS RELEASE
HOLMER GOLD MINES LIMITED	PRIVATE PLACEMENTS
HUDSON BAY MINING AND SMELTING CO.,	PRESS RELEASE
HUDSON BAY MINING AND SMELTING CO.,	PRESS RELEASE
HUDSON BAY MINING AND SMELTING CO.,	PRESS RELEASE
HUDSON BAY MINING AND SMELTING CO.,	T.S.E. MATERIAL
HUNTER DOUGLAS N.V.	APPLICATION
HUSKY OIL LTD.	PRESS RELEASE
HUSKY OIL LTD.	PRESS RELEASE
I.T.L. INDUSTRIES LIMITED	PRESS RELEASE

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ISSUER	TITLE
IMASCO LIMITED	SHRHLDRS. MTNG. MAT.
IMPERIAL OIL LIMITED	PRESS RELEASE
INCO LIMITED	T.S.E. MATERIAL
INDAL LIMITED	PRESS RELEASE
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INDUSTRIAL AMERICAN FUND	IFS 6 MN DE 31 84
INDUSTRIAL GROWTH FUND	IFS 6 MN DE 31 84
INDUSTRIAL PENSION FUND	IFS 6 MN DE 31 84
INEXCO OIL COMPANY	ANNUAL MEETING DATE:
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INEXCO OIL COMPANY	PRESS RELEASE
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INLAND NATURAL GAS CO. LTD.	CERTIF. OF MAILING
INNOPAC INC.	T.S.E. MATERIAL
INTER-ROCK OIL COMPANY OF CANADA LIMITED	CERTIF. OF MAILING
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INVESTORS JAPANESE GROWTH FUND LTD.	ANNUAL REPORT
INVESTORS JAPANESE GROWTH FUND LTD.	SHRHLDRS. MTNG. MAT.
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JAMIE FRONTIER RESOURCES INC.	PROGRESS REPORT TO S
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JOHNSON MATTHEY PUBLIC LIMITED COMPANY	PRESS RELEASE
KAM-KOTIA MINES LIMITED	MERGER-AMALGAMATION
KERR ADDISON MINES LIMITED	PRESS RELEASE
KEYSTONE AGGRESSIVE STOCK FUND S-4	IFS 6 MN NO 30 84
KIDD CREEK MINES LTD.	PRESS RELEASE
L.K. RESOURCES LTD.	ANNUAL REPORT
L.K. RESOURCES LTD.	SHRHLDRS. MTNG. MAT.
LA VERENDRYE MANAGEMENT CORPORATION	PRESS RELEASE
LA VERENDRYE MANAGEMENT CORPORATION	SHRHLDRS. MTNG. MAT.
LAC MINERALS LTD.	PRESS RELEASE
LAFARGE CORPORATION	IFS 12 MN DE 31 84
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LEIGH INSTRUMENTS LIMITED	T.S.E. MATERIAL
LENORA EXPLORATIONS LTD.	PRESS RELEASE
LENORA EXPLORATIONS LTD.	FORM 27-MAT. CHANGE
LENORA EXPLORATIONS LTD.	PRESS RELEASE

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ISSUER	TITLE
LEON'S FURNITURE LIMITED	LET. TO SHAREHOLDERS
LINEAR TECHNOLOGY INC.	EMPLOYEE STOCK OPTIO
LOBLAW COMPANIES LIMITED	PRELIMINARY REPORT,
LOBLAW COMPANIES LIMITED	IFS 52 WK DE 29 84
LOCHIEL EXPLORATION LTD.	T.S.E. MATERIAL
LOUISIANA LAND AND EXPLORATION COMPANY,	DIVIDEND NOTICE
LUMONICS INC.	EXEMPT FIN. NOTICE
LUXMAR RESOURCES LIMITED	FORM 27-MAT. CHANGE
LUXMAR RESOURCES LIMITED	RULING/ORDER/REASONS
LYNX-CANADA EXPLORATIONS LTD.	FORM 27-MAT. CHANGE
MACKENZIE EQUITY FUND	IFS 6 MN DE 31 84
MACKENZIE FINANCIAL CORPORATION	PRESS RELEASE
MACMILLAN BLOEDEL LIMITED	PRESS RELEASE
MAGNETICS INTERNATIONAL LTD.	T.S.E. MATERIAL
MANBAR EXPLORATIONS LIMITED	CHANGE DIRECTORS
MARITIME TELEGRAPH & TELEPHONE CO. LTD.	PRESS RELEASE
MARLBOROUGH COURT I	PRIVATE PLACEMENTS
MASCOT GOLD MINES LIMITED	IFS 6 MN DE 31 84
MASCOT GOLD MINES LIMITED	LET. TO SHAREHOLDERS
MAYOTTE PROPERTY INVESTMENTS	SHRHLDRS. MTNG. MAT.
MCLEAN BUDDEN POOLED PENSION FUND	PRIVATE PLACEMENTS
MEDITERRA PARTNERSHIP, THE	PRIVATE PLACEMENTS
MELROSE EXPLORATIONS LTD.	FORM 27-MAT. CHANGE
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MER GROWTH FUND	RULING/ORDER/REASONS
MER MONEY MARKET FUND	RULING/ORDER/REASONS
MERIDIAN TECHNOLOGIES INC.	IFS 9 MN DE 31 84
MERLAND EXPLORATIONS LIMITED	PRESS RELEASE
MEXTOR MINERALS LIMITED	SHRHLDRS. MTNG. MAT.
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CHAPTER 11
NEW ISSUE AND SECONDARY FINANCING

11.1 PRELIMINARY PROSPECTUSES RECEIVED

11.1.1 INTERFIRST OIL CORPORATION

February 27, 1985

Interfirst Oil Corporation

Offering 750,000 common shares at a price of \$1. 40 per share.

Secondary Offering of 355,357 shares in the \$1.40 to \$2. 75 price range.

Underwriter: Gordon-Daly Grenadier Limited

11.1.2 BOW VALLEY RESOURCE SERVICES LTD.

February 28, 1985

Bow Valley Resource Services Ltd.

National Issue - Alberta

Offering \$ * cumulative redeemable convertible class B shares, Series 1 at a price of \$25. 00 per share to yield * % per annum.

Underwriters: Richardson Greenshields Of Canada Limited
Dominion Securities Pitfield Limited
McLeod Young Weir Limited

11.1.3 NORTHLAND BANK

Northland Bank

National Issue - Alberta

Offering \$ * floating rate debentures at a price of 100.0% plus accrued interest, if any.

Underwriter: Wood Gundy Inc.

11.1.4 NORTHLAND BANK

Northland Bank

National Issue - Alberta

Offering units, each consisting of one \$ * cumulative redeemable retractable preferred share, Series A and * common share purchase warrants at a price of \$10 per unit.

Underwriter: Wood Gundy Inc.

11.1.5 THE MONEymax FUND

March 5, 1985

The Moneymax Fund

National Issue - Ontario

Offering units on a continuous basis at the net asset value thereof.

Distributor: Burns Fry Limited

11.1.6 GENSTAR FINANCIAL CORPORATION

March 5, 1985

Genstar Financial Corporation

The preliminary prospectus dated December 21, 1984 has been withdrawn at the request of the issuer.

11.2 FINAL RECEIPT ISSUED

11.2.1 FAIRFAX BAY RESOURCES INC.

Fairfax Bay Resources Inc.

Final receipt issued March 1, 1985 for a prospectus dated February 28, 1985 qualifying for sale in Ontario 1,200,000 common shares at \$1. 10 per share to provide net proceeds to the Corporation of \$660,000 before deducting expenses of the issue.

There will also be a secondary offering of 490,910 common shares of which none of the proceeds will accrue to the Corporation.

Promoter: Lynnfrank Holdings Inc.
Underwriters: Durham Securities Corporation Limited
Norwich Investments Limited

11.3 FINAL RECEIPT ISSUED - SHORT FORM PROSPECTUS

11.3.1 TORSTAR CORPORATION

Torstar Corporation

Final receipt issued March 5, 1985 for a Short Form prospectus dated March 4, 1985 filed by Torstar Corporation qualifying for sale in Ontario 1,400,000 \$1. 70 Cumulative Redeemable Convertible First Preference Shares, Third Series (Non-Voting) at \$22. 50 per share to yield 7. 56%. Net proceeds to the Corporation will be \$30,555,000 before deducting expenses of issue.

Underwriter: Dominion Securities Pitfield Limited

11.4 RIGHTS OFFERING WITHDRAWN

11.4.1 GOLDLUND MINES LIMITED

March 5, 1985

Goldlund Mines Limited

The rights offering by prospectus dated November 28, 1984 has been withdrawn at the request of the Company.

11.5 AMENDMENT RECEIVED

11.5.1 TEMPLETON GROWTH FUND, LTD.

Templeton Growth Fund, Ltd.

Amendment No. 1 dated March 1, 1985 to prospectus dated August 31, 1984.

11.6 ANNUAL INFORMATION FORMS RECEIVED

11.6.1 CROWNIX INC.

March 4, 1985

Crownix Inc.

A first annual information form dated February 28, 1985 has been filed by Crownix Inc.

11.6.2 BRITISH COLUMBIA TELEPHONE COMPANY

March 5, 1985

British Columbia Telephone Company

An annual information form dated February 20, 1985 has been filed by British Columbia Telephone Company. This is a refiling.

11.6.3 NORTHERN TELECOM LIMITED

Northern Telecom Limited

An annual information form dated February 28, 1985 has been filed by Northern Telecom Limited. This is a refiling.

CHAPTER 12
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THERE IS NO MATERIAL FOR THIS CHAPTER
IN THIS ISSUE

CHAPTER 25
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25.1.1 STEEP ROCK RESOURCES INC.

March 1, 1985

Steep Rock Resources Inc.

<u>From</u>	<u>To</u>	<u>No of Shares</u>
Martha Elsbach	Martin Elsbach Liesel Guttman as estate executors	100

25.1.2 BROULAN RESOURCES INC.

Broulan Resources Inc.

<u>From</u>	<u>To</u>	<u>No. of Shares</u>
G. Lawson	The Counselling Foundation of Canada	798 40/100

25.1.3 BROULAN RESOURCES INC.

March 4, 1985Broulan Resources Inc.

This consent replaces the Commission's consent to transfer within escrow the undernoted shares, dated April 11, 1984, which was not effected within the allotted three month period.

<u>From</u>	<u>To</u>	<u>No. of Shares</u>
George B. Webster	The Canada Trust Company Acct. No. 10-014540-6 as nominee for the executors of George B. Webster's Estate	1,996

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CHAPTER 1

NOTICES/PRESS RELEASES

1.1 MUTUAL FUNDS - NATIONAL POLICY STATEMENT NO. 36

The Canadian Securities Administrators have agreed to adopt amendments to National Policy Statement No. 36 - Mutual Funds - Simplified Prospectus Qualification System as a result of a request for changes made by the Investment Funds Institute of Canada.

The Policy has been amended in the following respects:

1. Page 2 - Clause B. 2(c) - lines 6 to 11: The list of documents has been revised to include subsequent financial statements whether annual or semi-annual, and the concluding words of the clause have been replaced with the words "which are required to be filed during the currency of the annual information form required by clause (b) above."
2. Page 14 - Appendix "A" - Item 15: The requirement that the simplified prospectus give particulars of any other material facts has been qualified by the words "which are not contained in the annual information form."
3. Page 36 - Appendix "B" - Item 18: The requirement that the annual information form give particulars of any other material facts has been qualified by the words "which are not contained in the simplified prospectus."
4. Page 36 - Appendix "B" - Item 19: The certificates of the fund and fund's underwriter have been amended by deleting reference to material filed subsequent to the annual information form, by deleting the reference to the fund's permanent information record and by deleting the last sentence of the certificate.

The application to the simplified prospectus and annual information form of national and local policy statements affecting mutual fund prospectuses is summarized below.

- | | |
|--|--|
| 1. Do the pro-forma AIF and simplified prospectus need to be signed and accompanied by a board resolution? | No (except see Alberta policy no. 3-03). |
|--|--|

2. Will all jurisdictions required cross reference sheets on an ongoing basis?

No (except see Alberta policy no. 3-03).

POLICY REQUIREMENT

SIMPLIFIED PROSPECTUS PROCEDURE

- | | |
|---|--|
| (A) National Policy No. 7 requires disclosure of 5 year management expense. | May be set out in annual financial statements. |
| (B) National Policy No. 7 disclosure that changes in management fee need security holder approval | May be set out in AIF. |
| (C) National Policy No. 10 requires disclosure of conditions when redemptions may be suspended. | Include in simplified prospectus. |
| (D) National Policy No. 26 requires disclosure of acceptance and rejection procedures. | Include in simplified prospectus. |
| (E) National Policy No. 29 mortgage disclosure | Include in AIF. |
| (F) National Policy NO. 32 requires a cover statement re: scope of distribution. | Include on cover of simplified prospectus. |
| (G) OSC Policy 11.1, para. B requires disclosure of qualification of securities as investments for RRSPs. | Include in simplified prospectus. |
| (H) OSC Policy 11.1, para. H requires disclosure of matters requiring shareholder approval prior to change. | Include in AIF. |

Mutual funds which intend to file nationally can no longer use the summary statement procedure. However, mutual funds which intend to file only in Ontario and other jurisdictions with comparable legislation can continue to use the summary statement procedure until such time as the legislation is amended.

1.2 PRESS RELEASES

1.2.1 WALWYN, STODGELL, COCHRAN, MURRAY LIMITED ET AL

Ontario Securities Commission announces settlement with Dealers in relation to trading in Shares of Fathom Oceanology Limited

SETTLEMENT

The Ontario Securities Commission (the "Commission") announced today that it had arrived at a settlement in relation to its investigation into trading by Walwyn Stodgell Cochran Murray Limited ("Walwyn"), First Marathon Securities Limited ("First Marathon") and F.H. Deacon, Hodgson Inc. ("Deacon Hodgson") in common shares ("Fathom Shares") of Fathom Oceanology Limited ("Fathom"). This press release sets out the background, the terms of the settlement and the Commission's comments on the settlement.

It also refers to the extension of the offer by Fleet Aerospace Corporation ("Fleet") for Fathom Shares to ensure that shareholders were fully informed as to the events described below.

In announcing the settlement, the Director of the Commission said "The Staff of the Commission feel that this settlement is in the best interests of the shareholders of Fathom and the market. It achieves today what might otherwise have taken weeks or months to achieve through a formal hearing process and ensures that shareholders do not lose an economic opportunity."

BACKGROUND

On February 20, 1985, after the close of trading on The Toronto Stock Exchange (the "TSE"), the Director of the Commission was advised by a senior officer of Walwyn that on February 19 and 20, 1985, Walwyn on behalf of itself, First Marathon and Deacon Hodgson (collectively the "Dealers") purchased through the facilities of the TSE as principals an aggregate of 680,100 Fathom Shares, representing 23.7% of the outstanding Fathom Shares. A formal investigation under subsection 11(1) of the Securities Act (Ontario) (the "Act") was conducted by the staff (the "Staff") of the Commission. The TSE and representatives of the Director under the Canada Business Corporations Act cooperated with the Commission in conducting their own investigations. Based upon its investigation, the Staff determined that the following events occurred.

RESULTS OF INVESTIGATION

In the fall of 1984, representatives of First Marathon and Deacon Hodgson separately visited the Fleet Aerospace Corporation ("Fleet") plant in Fort Erie, Ontario. In early January 1985, representatives of Walwyn also visited the Fleet plant. The purpose of the visits was to provide an opportunity for research analysts to discuss with management the business and prospects of Fleet.

In the course of conversations beginning in the late summer of 1984 and continuing through the fall into January, 1985 between George Dragone ("Dragone"), the President of Fleet, and Ronald Cairns ("Cairns"), a senior vice-president of Walwyn, Dragone raised in general terms the possibility of an offer by Fleet for Fathom Shares and inquired as to the value of Fathom.

On January 25, 1985, the Fleet board of directors approved the offer (the "Offer") for Fathom Shares on the terms ultimately announced on February 18, 1985.

During the first two weeks of February 1985, Dragone had separate telephone conversations with representatives of the Dealers seeking from each advice with respect to the cash value of the securities which were to be offered by Fleet in connection with the Offer. The possibility that the Dealers would act as soliciting dealer managers to solicit acceptances of the Offer was also discussed by Dragone and Cairns. Dragone was advised by Cairns that Walwyn was prepared to act as a soliciting dealer manager and that all of the Dealers were interested in the arbitrage opportunity presented by the Offer. All of the Dealers believed that the proposed terms of the Offer would present an arbitrage opportunity if the Offer was made and if the market price for Fleet shares remained favourable. On this basis, First Marathon and Deacon Hodgson indicated to Cairns that they would participate by purchasing Fathom Shares as principals in the market through Walwyn. Cairns conveyed this information to Dragone.

Dragone ultimately advised Cairns that Fleet would not be retaining the Dealers to act as soliciting dealer managers for the purpose of the Offer. Dragone believed that it would be inappropriate for Fleet to retain the Dealers as soliciting dealer managers for the Offer while they were simultaneously purchasing Fathom Shares as principals in the market for arbitrage purposes.

POSITIONS OF THE PARTIES

The Staff contends that the purchases of the Fathom Shares by Walwyn on behalf of the Dealers constituted a take-over bid (as defined in the Act) not made in compliance with the requirements of the Act. The Staff has been advised by the TSE that it is of the view that there may have been a technical or inadvertent breach of the take-over bid provisions in the TSE General By-law, the Act and the Canada Business Corporations Act. The Dealers expressly deny these contentions.

Staff does not dispute the contention of the Dealers that, if such purchases constituted a take-over bid as contended by the Staff, this result was due to inadvertence on the part of the Dealers.

SETTLEMENT WITH DEALERS

The Dealers have agreed that:

- (a) the purchase of 348,500 Fathom Shares on February 19, 1985 from Oakwest Corporation Ltd. ("Oakwest"), an affiliate of Mr. A. C. Beutel who was a director of Fathom from September 25, 1984 until February 19, 1985, will be reversed such that the contracts for the purchase thereof will be cancelled, the purchase price will be returned to the Dealers and the Fathom Shares, to the extent delivered, will be returned to Oakwest;
- (b) the Dealers will offer, through the selling brokers, to reverse the transactions by which they purchased a total of 26,600 Fathom Shares on February 19, 1985 prior to the purchase referred to in paragraph (a) above; and

- (c) the 305,000 Fathom Shares purchased from a financial institution will be sold by the Dealers by offering such Fathom Shares for sale on the floor of the TSE between 9:00 a.m and 9:30 a.m. on Monday, March 18, 1985 at a fixed price to the extent necessary to reduce the purchases by the Dealers to a total of 163,030 Fathom Shares out of the original 680,100 shares. If more than the number of Fathom Shares offered is bid for, the Fathom Shares will be allotted in accordance with the provisions of the TSE General By-law. Clients of the Dealers may participate in bidding for the Fathom Shares to be offered on the floor.

As a consequence of the foregoing, the total purchases by the Dealers of Fathom Shares will be reduced from 680,100 shares (23.7%) to 163,030 shares (5.7%), 25,000 shares of which have been previously sold by First Marathon and the balance of which are required in order to allow Deacon Hodgson to honour its commitments to deliver Warrants of Fleet sold on or about February 26, 1985 on a "when issued" basis. The Dealers will reallocate such Fathom Shares among themselves, as appropriate, in order to allow such commitments to be met.

The Dealers will not trade in Fathom Shares as principals during the currency of the Offer except to the extent necessary to implement the settlement.

The Dealers have undertaken that each will make an accounting giving particulars of profits and losses made as a result of the purchases of the Fathom Shares referred to previously and the sale of such shares or securities of Fleet issued or to be issued to the Dealers pursuant to the Offer in exchange for such Fathom Shares, and will use any such profits, firstly, to defray, in the aggregate, any trading losses incurred by the Dealers and interest on funds exposed by the Dealers prior to resale of such Fathom Shares and, secondly, to make charitable donations.

The foregoing settlement is made on the basis that:

- (a) the Dealers severally represent that this press release summarizes fully and correctly all material facts concerning each Dealer leading up to and including the purchases of the Fathom Shares by the Dealers and does not omit to state any material fact within the knowledge of such Dealer;
- (b) the concerns of the Commission and the TSE with respect to the purchases by the Dealers of the Fathom Shares will be satisfied and, without prejudice to any proceedings that may be taken by persons not parties to this settlement, no proceedings against the Dealers will be taken or initiated by such bodies with respect to the purchases based upon the representations of the Dealers; and
- (c) if the Dealers choose to make an application to exempt the Dealers from any follow-up obligation which they may have as a result of their purchases of Fathom Shares, the Staff will neither support nor oppose such application, and such application will proceed upon such basis as the Commission might determine.

By accepting the settlement, neither the Commission nor the TSE is precluded from taking any action with respect to any matters not covered by the settlement or as a result of any information which subsequently comes to their attention which causes the Commission or the TSE to conclude that the facts were not fully and correctly provided to the Staff or the TSE.

COMMENT ON SETTLEMENT

EFFECT ON SHAREHOLDERS AND MARKET IN FATHOM SHARES

Ermanno Pascutto, the Director of the Commission, stated that "In supporting the settlement, Staff focussed primarily on their perception of the best interests of the shareholders of Fathom."

"Based on the evidence, Staff concluded that Fleet should have disclosed its pre-Offer discussions with the Dealers but that there was insufficient evidence of any agreement between the Dealers and Fleet that the Dealers would support the Offer. In addition, Staff concluded that there was a take-over bid resulting from the Dealers' purchases in concert with each other but that it was inadvertent and solely for the purpose of arbitrage."

The Director noted that:

- (1) "In a hearing, Staff would have supported the result achieved by the settlement. However, a hearing would have been a protracted affair involving many parties resulting in a substantial delay, and possibly a loss of the opportunity for Fathom shareholders to tender to the Offer. In light of Fleet's agreement to extend the Offer (including withdrawal rights) and to amend the disclosure in its circular, Staff did not consider that a cease trade order against the Offer was necessary. Fathom shareholders are now able to respond to the Offer on the basis of fuller information.
- (2) By the unwinding of the trades and the resale of the Fathom Shares by the Dealers, Fathom shareholders will be treated equally in the context of the Offer by Fleet in that they will have the option of selling Fathom Shares into the market on the same terms.
- (3) The Commission is of the view that shareholders and the market should generally determine the outcome of a contested take-over bid within the framework of securities regulation. The settlement attempts to restore the market to the position it would have been in had the purchases by the Dealers not been made.
- (4) Fathom shareholders who sold their Fathom Shares to the Dealers in the market on February 19, 1985 at \$3.10 to \$3.30 will have an option to unwind the trades and consequently may have an opportunity to tender them to the Offer or to resell the Fathom Shares in the market at a higher price.
- (5) The rights of Fathom shareholders are in no way abrogated by this settlement. The settlement simply provides that the Commission will not take further action against the Dealers in connection with their purchases."

Mr. Pascutto also stated that "The sanctions against the Dealers are appropriate in light of the Staff's conclusion that the purchases by the Dealers were inadvertent. In particular, it should be noted that the Dealers are not being permitted to profit from what the Staff viewed as improper purchases. In addition to unwinding the trades and reselling the Fathom Shares, the Dealers have agreed to donate any and all profits to charity."

The Director further stated that "The Staff is still reviewing, in cooperation with the Director under the Canada Business Corporations Act, other aspects of the take-over bid, including the actions of the directors of Fathom."

OFFER EXTENDED BY FLEET

The Staff took the position that Fleet should amend its take-over bid circular to disclose the prior separate discussions between Dragone and the Dealers. Fleet agreed to provide the additional disclosure and, in that connection, prepared and mailed a Notice of Extension. During discussions with Fleet regarding the additional disclosure, it was recognized that unless agreement could be reached that an amendment would be made without a hearing, the Offer would expire.

Ref: Ermanno Pascutto
Director
(416) 963-0220

CHAPTER 2
DECISIONS, ORDERS AND RULINGS

2.1 ABITIBI-PRICE INC. AND BARBECON INC.

Headnote

Section 99 - Exemption from section 89(1)12 of the Act granted to permit offeror company to make offer conditional on 90% of target company's inter-convertible Class A and B Special Shares being deposited.

- Exemption from section 91(3) of the Act granted to permit offeror company to offer U. S. shareholders of target company different consideration from that offered other shareholders.

IN THE MATTER OF THE SECURITIES ACT,
R. S. O. 1980, CHAPTER 466

AND

IN THE MATTER OF ABITIBI-PRICE INC. AND
BARBECON INC.

ORDER
(Section 99(e))

UPON the application of Abitibi-Price Inc. ("Abitibi") to the Ontario Securities Commission (the "Commission") pursuant to paragraph 99(e) of the Securities Act, R. S. O. 1980, c.466 (the "Act") for an order exempting Abitibi in part from the requirements of Part XIX of the Act;

AND UPON it appearing to the Commission that:

1. Abitibi is a corporation continued under the laws of Canada with its registered office in Toronto, Ontario;
2. Abitibi is a reporting issuer under the Act and is not in default of any requirement of the Act or the Regulation made thereunder;
3. the Common Shares and Series B Preferred Shares of Abitibi are listed and posted for trading on the Toronto, Montreal and Vancouver stock exchanges and the Series A Preferred Shares of Abitibi are listed and

- posted for trading on the Toronto and Montreal stock exchanges;
4. Barbecon is a reporting issuer under the Act and is not in default of any requirement of the Act or the Regulation made thereunder;
 5. the Barbecon Shares are listed and posted for trading on The Toronto Stock Exchange;
 6. the Class B Special Shares of Barbecon are voting securities within the meaning of the Act but the Class A Special Shares of Barbecon are non-voting shares. Both classes of shares are inter-convertible;
 7. Abitibi proposes to make an offer (the "Offer") for all of the outstanding Class A Special Shares and Class B Special Shares (the "Barbecon Shares") of Barbecon Inc. ("Barbecon") in consideration for \$11.50 or one \$0.94 Cumulative Redeemable Retractable Preferred Share Series F (a "Series F Preferred Share") of Abitibi for each Barbecon Share deposited.
 8. Abitibi proposes that the Offer will be conditional upon the acquisition of 90% or more of the Class A Special Shares of Barbecon and 90% or more of the Class B Special Shares of Barbecon;
 9. Abitibi proposes to offer only cash in the amount of \$11.50 per Barbecon Share to shareholders of Barbecon who are nationals, citizens or residents of the United States ("U. S. Shareholders"); and
 10. there are approximately 25 U. S. Shareholders who hold an aggregate of 6,311 Barbecon Shares representing approximately 1/13th of one percent of the outstanding Barbecon Shares;

AND UPON the Commission reviewing the application and the recommendations of the staff of the Commission;

AND UPON the Commission being of the opinion that it would not be prejudicial to the public interest to grant this order;

IT IS ORDERED pursuant to paragraph 99(e) of the Act that Abitibi be and is hereby exempted from compliance with clause 89(1)12 of the Act in that Abitibi may attach, as a condition to the Offer, the right not to take up and pay for any Class B Special Shares of Barbecon deposited under the Offer unless 90% or more of the outstanding Class A Special Shares of Barbecon and 90% or more of the outstanding Class B Special Shares of Barbecon are on deposit pursuant to the Offer at the time of expiry of the Offer;

AND IT IS FURTHER ORDERED pursuant to paragraph 99(e) of the Act that Abitibi is hereby exempted from the requirement of subsection 91(3) of the Act that the same consideration be offered to all shareholders of Barbecon in that Abitibi is permitted to offer to the U. S. Shareholders consideration of \$11.50 for each Barbecon Share deposited pursuant to the Offer in lieu of consideration of \$11.50 or one Series F Preferred Share of Abitibi for each Barbecon Share so deposited.

February 27, 1985.

"Peter Dey"

"Charles Salter"

2.2 UNICORP CANADA CORPORATION/UNION ENTERPRISES LTD.

IN THE MATTER OF THE SECURITIES ACT,
R.S.O. 1980, CHAPTER 466

AND

IN THE MATTER OF UNICORP CANADA CORPORATION
AND UNION ENTERPRISES LTD.

ORDER
(Section 99(e))

UPON the application of Unicorp Canada Corporation ("Unicorp"), a company incorporated under the laws of the Province of Ontario to the Ontario Securities Commission (the "Commission") for an order pursuant to section 99(e) of the Securities Act, R.S.O. 1980, c.466 (the "Act") that the termination date of the offer made by Unicorp to acquire all the issued and outstanding common shares of Union Enterprises Ltd. ("Enterprises") as set out in Unicorp's formal offer (the "Offer") and take-over bid circular dated February 1, 1985, as amended on February 18, 1985, be extended to 5:00 p.m. on March 15, 1985;

AND UPON the Commission being of the opinion that to grant this Order would not be prejudicial to the public interest;

AND UPON Unicorp representing to the Commission that, upon the granting of this Order, Unicorp will extend the Offer to 5:00 p.m. on March 15, 1985;

IT IS ORDERED pursuant to section 99(e) of the Act that Unicorp be and is hereby exempted from the requirements of Part XIX of the Act with respect to the Offer such that:

1. Unicorp may extend its Offer until 5:00 p.m. on March 15, 1985;
2. Upon the extension of the Offer until 5:00 p.m. on March 15, 1985, the date of the Offer shall remain the date on which the first amendment of the formal offer and take-over bid circular was sent to shareholders of Enterprises, namely, February 18, 1985; and
3. Upon the extension of the Offer until 5:00 p.m. on March 15, 1985, the extension of the Offer shall be deemed not to be a variation in the terms of the Offer and Unicorp shall take up and pay for any common shares of Enterprises tendered under such extension within fourteen (14) days of the date on which such shares are tendered;

PROVIDED THAT, in all other respects Part XIX of the Act shall apply to the Offer.

As ORDERED on the the 11th day of March, 1985.

March 12th, 1985.

"Charles Salter"

"J.W. Blain"

2.3 BENTALL CAPITAL CORPORATION

IN THE MATTER OF THE SECURITIES ACT,
R.S.O. 1980, CHAPTER 466

AND

IN THE MATTER OF BENTALL CAPITAL CORPORATION

ORDER
(Subsection 79(a)(i))

UPON the application of BENTALL CAPITAL CORPORATION (the "Issuer"), a company incorporated under the laws of British Columbia, to the Ontario Securities Commission, for an Order permitting it to omit from its interim financial statements for the quarterly periods ending March 31, June 30 and September 30, 1985 and from its annual financial statements for the year ended December 31, 1984 required to be filed under Part XVII of the Securities Act, R.S.O. 1980, c.466 (the "Act"), the comparative financial statements for each of the corresponding periods ending in 1984 and 1983;

AND UPON being advised that a reorganization of the Issuer has resulted in a significant change in the nature of the business of the Issuer and the provisions of financial statements on a comparative basis would be misleading both to the Issuer's existing shareholders and potential investors;

AND UPON being satisfied that to do so would not be prejudicial to the public interest;

IT IS ORDERED pursuant to the provisions of subsection 79(a)(i) of the Act that the Issuer be and hereby is permitted to omit the financial statements for the quarterly periods ended March 31, June 30, September 30, 1984 and the year ended December 31, 1983 from the financial statements for each of the corresponding periods ending in 1985 and 1984.

March 7th, 1985.

"Charles Salter"

"J.W. Blain"

2.4 WIX INC.

IN THE MATTER OF THE SECURITIES ACT,
R.S.O. 1980, CHAPTER 466

AND

IN THE MATTER OF THE ONTARIO BUSINESS CORPORATIONS ACT,
R.S.O. 1982, C.4

AND

IN THE MATTER OF WIX INC.

ORDER

(Securities Act - Section 82 &
Ontario Business Corporations Act - Subsection 1(6))

UPON the application of WIX INC. a company incorporated under the laws of Ontario to the Ontario Securities Commission (the "Commission") for an order pursuant to section 82 of the Securities Act, R.S.O. 1980, c.466, (the "Act") and subsection 1(6) of the Ontario Business Corporations Act, R.S.O. 1982, c.4;

AND UPON it being represented that WIX INC. now has fewer than fifteen security holders whose latest address as shown on its books is in Ontario;

IT IS ORDERED pursuant to section 82 of the Securities Act, R.S.O. 1980, c.466 that WIX INC. be and hereby is deemed to have ceased to be a reporting issuer for the purposes of the Act;

AND IT IS FURTHER ORDERED pursuant to subsection 1(6) of the Ontario Business Corporations Act, R.S.O. 1982, c.4 that WIX INC. be and hereby is deemed to have ceased to be offering its securities to the public.

March 7th, 1985.

"Charles Salter"

"J.W. Blain"

2.5 ABITIBI-PRICE INC. AND BARBECON INC.

Headnote

Section 73 - Exemption from sections 24 and 52 of the Act granted to permit proposed distribution of preferred shares of the offeror company in exchange for the non-voting shares of the target company - First trade to be made in accordance with section 71(5) of the Act or 16(a) of the Regulations.

IN THE MATTER OF THE SECURITIES ACT,
R. S. O. 1980, CHAPTER 466

AND

IN THE MATTER OF ABITIBI-PRICE INC. AND
BARBECON INC.

RULING
(Section 73)

UPON the application of Abitibi-Price Inc. ("Abitibi") to the Ontario Securities Commission (the "Commission") for a ruling pursuant to section 73 of the Securities Act, R. S. O. 1980, c. 466 (the "Act") that the proposed distribution of Series F Preferred Shares of Abitibi offered in exchange for the non-voting Class A Special Shares of Barbecon Inc. (the "Proposed Distribution") is not subject to sections 24 and 52 of the Act;

AND UPON it appearing to the Commission that:

1. Abitibi is a corporation continued under the laws of Canada with its registered office in Toronto, Ontario;
2. Abitibi is a reporting issuer under the Act and is not in default of any requirement of the Act or the Regulation made thereunder;
3. the Common Shares and Series B Preferred Shares of Abitibi are listed and posted for trading on the Toronto, Montreal and Vancouver stock exchanges and the Series A Preferred Shares of Abitibi are listed and posted for trading on the Toronto and Montreal stock exchanges;
4. Barbecon is a reporting issuer under the Act and is not in default of any requirement of the Act or the Regulation made thereunder;
5. the Barbecon Shares are listed and posted for trading on The Toronto Stock Exchange;
6. the Class B Special Shares of Barbecon are voting securities within the meaning of the Act but the Class A Special Shares of Barbecon are non-voting shares. Both classes of shares are inter-convertible;
7. Abitibi proposes to make an offer (the "Offer") for all of the outstanding Class A Special Shares and Class B Special Shares (the "Barbecon Shares") of Barbecon Inc. ("Barbecon") in consideration for \$11.50 or one \$0.94 Cumulative Redeemable Retractable Preferred

Share Series F (a "Series F Preferred Share") of Abitibi for each Barbecon Share deposited; and

8. Abitibi proposes that the Offer will be conditional upon the acquisition of 90% or more of the Class A Special Shares of Barbecon and 90% or more of the Class B Special Shares of Barbecon;

AND UPON reading the application and the recommendation of staff of the Commission;

AND UPON the Commission being of the opinion that it would not be prejudicial to the public interest to make this ruling;

IT IS RULED that the Proposed Distribution is not subject to sections 24 and 52 of the Act provided that the first trade in any Series F Preferred Share is made in accordance with the provisions of subsection 71(5) of the Act or paragraph 16(a) of the Regulation to the Act, as if such subsection or paragraph were applicable thereto.

February 27, 1985.

"Peter Dey"

"Charles Salter"

2.6 EXEMPT PURCHASERS

2.6.1 TALCORP SERVICES LIMITED

EXEMPT PURCHASERS

Talcorp Services Limited

The Commission granted recognition to Talcorp Services Limited as an exempt purchaser under ss. 34(1)4 of the Securities Act, R.S.O. 1980, for the ensuing twelve months.

CHAPTER 3

REASONS: DECISIONS, ORDERS, RULINGS (NIL)

THERE IS NO MATERIAL FOR THIS CHAPTER

IN THIS ISSUE

CHAPTER 4

CEASE TRADING ORDERS - SECTION 123

4.1 TEMPORARY CEASE TRADING ORDERS

4.1.1 THE CANADIAN GAMES NETWORK INC.

THE CANADIAN GAMES NETWORK INC.

Temporary cease trading order issued March 13, 1985, for failure to make statutory filings. Statutory hearing March 27, 1985, at 10:00 a.m.

4.2 EXTENDING CEASE TRADING ORDERS

4.2.1 FIRST UNITED CAPITAL INC.

FIRST UNITED CAPITAL INC.

The cease trading order dated February 25, 1985, was continued March 11, 1985, pending the company complying with Part XVII of the Securities Act.

CHAPTER 5

POLICIES

5.1 MUTUAL FUNDS - NATIONAL POLICY STATEMENT NO. 36

The following insert is amended National Policy Statement No. 36 - Mutual Funds - Simplified Prospectus Qualification System. The amendments to the Policy are described in the Notice published in Chapter 1 of this edition of the O. S. C. Bulletin.

NATIONAL POLICY STATEMENT No. 36

Mutual Funds - Simplified

Prospectus Qualification System

A. Introduction and Purpose

Until 1980, disclosure to the public of information relevant to the purchase of mutual fund shares or units was only possible by way of a prospectus.

In 1980, the provincial and territorial securities commissions and administrators (the "Commissions" or individually the "Commission") adopted a simple, plain language system of disclosure for mutual funds requiring the use of a summary statement. That system retained the prospectus as the cornerstone information document, and filing procedures remained as they were previously with the only change being the addition of the summary statement, a disclosure document which may not have required amendment from year to year.

In 1983, the new Quebec Securities Act and its regulations introduced a simple, plain language disclosure system known as the simplified prospectus system. This system requires a simplified prospectus (similar to a summary statement) to be delivered to the public and requires no prospectus, but substitutes an annual information form and continuous disclosure filings (together known as the permanent information record).

The Commissions recognize the difficulty arising from two similar but different systems of disclosure and accordingly have agreed to a national disclosure system based upon the Quebec simplified prospectus system.

B. Procedure

1. Every conventional mutual fund in Canada is eligible to use either:
 - (a) the prospectus system of disclosure; or
 - (b) the simplified prospectus system of disclosure set out in this Policy Statement.
2. The simplified prospectus system comprises the following:
 - (a) a simplified prospectus prepared in accordance with the requirements set out in Appendix A;
 - (b) an annual information form prepared in accordance with the requirements set out in Appendix B;

- (c) such other information as is required to be filed by the mutual fund with any Commission, pursuant to the securities legislation of such province or territory in which the simplified prospectus is filed, including most recent annual financial statements together with the auditor's report thereon, such subsequent financial statements whether annual or semi-annual, material change and information circulars or annual filing made in lieu thereof which are required to be filed during the currency of the annual information form required by clause (b) above.

All information referred to in clauses (a), (b) and (c) of paragraph B.2 shall be known collectively as the Permanent Information Record.

- 3. Where two or more mutual funds have a common manager and their affairs are conducted in a similar manner, the mutual funds may, subject to the discretion of the director of a Commission or the securities administrator of a province or territory (the "Director") to refuse to accept the annual information form or issue a receipt for the simplified prospectus on the basis that disclosure contained therein is unduly complex or unclear, file one annual information form and one simplified prospectus to qualify for distribution the shares or units of the related mutual funds.

C. Annual Information Form

- 1. A conventional mutual fund may file with the Commission an annual information form prepared and certified in accordance with the requirements of Appendix B.
- 2. Each annual information form submitted by a mutual fund to the Commission for filing under this policy statement shall be subject to acceptance for filing by the Director, with such amendments or additions thereto, if any, as the Director considers necessary in order to comply with the requirements set out in Appendix B, and notification of such acceptance shall be provided annually to the mutual fund by the Director in writing.
- 3. The annual information form shall be accompanied by an undertaking of the manager of the mutual fund or, if the mutual fund has no manager, of the mutual fund, to the Commission, to provide to any person or company without charge, upon request to the mutual fund, one copy of the permanent information record of the mutual fund.
- 4. Where any solicitor, auditor, accountant, engineer, appraiser, or other person or company whose profession gives authority to a statement or opinion made by him is named in a document incorporated by reference into or deemed to form a part of the annual information form and/or the simplified prospectus, or is named as having prepared or certified a report or valuation used in a document incorporated by reference into or deemed

to form part of an annual information form and/or simplified prospectus, the written consent of the person or company to being so named and to the use of the report, valuation, statement or opinion shall be filed not later than the time the annual information and simplified prospectus are filed.

5. Where a misrepresentation is contained in a mutual fund's annual information form, the misrepresentation shall be deemed to be contained in the mutual fund's simplified prospectus. As used in this Policy Statement, a misrepresentation means an untrue statement of a material fact or the omission to state a material fact required to be stated or that is necessary to make a statement not misleading in light of the circumstances in which it was made.

D. Simplified Prospectus

1. A mutual fund which files an annual information form shall file concurrently therewith a preliminary or pro forma simplified prospectus prepared in accordance with Appendix A in respect of the distribution of its securities.

2. Every preliminary (but not pro forma) simplified prospectus shall have printed in red ink on the outside front cover page the following statement or such variation thereof as the Director may permit:

"This is a preliminary simplified prospectus relating to these securities, a copy of which has been filed with [insert names of provinces and territories in which the preliminary simplified prospectus has been filed] but which has not yet become final for the purpose of a distribution to the public. Information contained herein is subject to completion or amendment. These securities may not be sold to, nor may offers to buy be accepted from, residents of such jurisdictions prior to the time a receipt for the final simplified prospectus is obtained from the appropriate securities commission or other regulatory authority."

3. The simplified prospectus filed by a mutual fund is a prospectus within the meaning of the securities legislation of the various provinces and territories in which it is filed. Consequently a preliminary or pro forma simplified prospectus and a simplified prospectus must be filed within the time periods prescribed by such legislation.
4. The simplified prospectus submitted by a mutual fund for filing under this Policy Statement shall be subject to acceptance for filing by the Director with such amendments or additions thereto, if any, as the Director considers

necessary in order to comply with the requirements set out in Appendix A or as may be necessary to ensure that it is not contrary to the public interest or the provisions of applicable securities legislation for the Director to issue a receipt for such simplified prospectus, and a receipt for such simplified prospectus shall be provided to the mutual fund by the Director concurrently with the notification prescribed in paragraph C.2 of this Policy Statement.

5. It is the intention of the Commissions that a simplified prospectus need not be revised annually but only so often as is necessary to reflect therein a change in the affairs of the mutual fund which is required to be disclosed therein and the Commissions anticipate that the pro forma simplified prospectus and simplified prospectus, although filed annually, will frequently not be revised annually.
6. Where a material change occurs in the affairs of the mutual fund relating to matters described in a simplified prospectus and thereby requiring amendment to a simplified prospectus for which a receipt has been issued, such amendment or amended simplified prospectus shall be filed with the Commission and a receipt obtained therefor.

E. Financial Statements

1. Every annual information form and simplified prospectus filed under this Policy Statement shall be accompanied by, or there shall have been previously filed:

- (a) an income statement
- (b) a balance sheet
- (c) a statement of investment portfolio
- (d) a statement of portfolio transactions
- (e) a statement of changes in net assets

of the mutual fund each for or as at the end of, as appropriate, its last financial year with, except for clauses (c) and (d), comparative figures for its next preceding financial year, or for any period or periods permitted or required by the Director, together with an auditors' report thereon.

2. Each simplified prospectus required to be sent or delivered to a purchaser under the provisions of the securities legislation of any province or territory in which the simplified prospectus is filed shall be accompanied by:
 - (a) a copy of the financial statements referred to in paragraph E.1; and
 - (b) where one or more financial statements for periods subsequent to those covered by the financial statements

described in clause E.2 (a) have been filed with a Commission, a copy of the financial statements that were filed most recently before the day the simplified prospectus is sent or delivered.

3. Notwithstanding paragraph E.1, a statement of portfolio transactions need not be reported on by an auditor and need not be sent or delivered to a purchaser if the statement of portfolio transactions:
 - (a) contains a certificate signed by the Chief Executive Officer and Chief Financial Officer of the mutual fund, or the person or persons temporarily carrying out the responsibilities of either of them, that the statement of portfolio transactions presents fairly the required information; and
 - (b) the statement of portfolio transactions forms part of the mutual fund's permanent information record and is forwarded to a person or company who requests a copy of the permanent information record.

F. Review Procedure

1. The annual information form, the preliminary or pro forma simplified prospectus and the annual financial statements will be reviewed together, annually, in accordance with normal review procedures applicable to mutual funds.
2. The annual information form and simplified prospectus may be filed pursuant to National Policy No. 1, whereupon the prospectus clearance procedures referred to therein will apply to both documents.
3. National Policy No. 30, "Processing of Seasoned Prospectuses" applies mutatis mutandis to an annual information form and a simplified prospectus.

Appendix 'A'

INFORMATION REQUIRED TO BE INCLUDED IN A
SIMPLIFIED PROSPECTUS

General Instruction

The simplified prospectus is intended to be a concise presentation in plain language of the information required. The requirements and the instructions relating thereto should be read in light of this intention and the presentation of such information in the simplified prospectus should reflect this intention.

Item 1. **Cover Statement**

Language in substantially the following form should appear on the outside cover page of the simplified prospectus:

"The information contained herein must be accompanied by the annual financial statements of the Fund for the last financial year and the auditors' report thereon, which statements and report are considered to form part of this document. As well, if subsequent financial statements have been filed with the Securities Commission a copy of the most recent of such subsequent statements must also accompany this document."

Item 2. **Introductory Statement**

Language in substantially the following form should appear on the first page of the simplified prospectus:

"This simplified prospectus is a concise outline of the relevant information about the Fund which you should know before making a decision to purchase its securities. The Fund is required by law to fully disclose additional facts, related to this information, in an annual information form, financial statements and other material documents filed with securities regulatory authorities in each Province where the Fund's securities are offered, which documents collectively are known as

the Fund's permanent information record.

Securities laws in Canada establish certain security holder rights which are described in this simplified prospectus. These rights are based in part on other disclosures of the Fund found in the annual information form which is incorporated into this simplified prospectus by reference, as well as upon disclosure contained in this simplified prospectus. All of these rights are available to you even though you receive only this simplified prospectus and accompanying financial statements.

The documents currently in the permanent information record may be obtained by you by writing to the Fund at:
(Address of Fund)

or through a dealer."

Item 3. Name and Formation of Issuer

State the full name of the issuer and the address of its head office. State the laws under which the issuer was formed and the manner and date of formation. If the issuer's name was changed during the past twelve months state its former name and the date on which it was changed. State the name and address of the promoter, if any.

Item 4. Description of Business

Briefly describe the business of the issuer.

Item 5. Risk Factors

(a) Where appropriate to a clear understanding by investors of the risk factors and speculative nature of the enterprise or of the securities being offered, an introductory statement shall be made on the first page summarizing the factors which make the purchase a risk or speculation. The information may be given in the body of the simplified prospectus if an appropriate reference is made on the first page to the risks and the speculative or promotional nature of the enterprise and a cross reference is made to the place in the simplified prospectus where the information is contained.

(b) Where this is a risk that purchasers of the securities offered may become liable to make an additional contribution beyond the price of the security, disclose any information or facts that may bear on the security holder's assessment of risk associated with the investment.

Item 6. Description of Securities Offered

(a) State the description or the designation of the class of shares or units offered and furnish all material attributes and characteristics including, without limiting the generality of the foregoing, the following information:

- (i) dividend rights;
- (ii) voting rights;
- (iii) liquidation or distribution rights;
- (iv) pre-emptive rights;
- (v) conversion rights;
- (vi) redemption, purchase for cancellation or surrender provisions;
- (vii) liability to further calls or to assessment by the issuer; and
- (viii) provisions as to modification, amendment or variation of any such rights or provisions.

(b) If the rights of holders of such shares or units may be modified otherwise than in accordance with the provisions attaching to such shares or units or the provisions of the governing act relating thereto, so state and explain briefly.

Instructions

1. This item requires only a brief summary of the provisions that are material from an investment standpoint. The provisions attaching to the shares or units may be entered in the permanent information record.

2. If the rights attaching to the shares or units being offered are materially limited or qualified by those attached to any other class of securities or if another class of securities

ranks ahead of or equally with the shares or units being offered, include information regarding such other securities that will enable investors to understand the rights attaching to the shares or units being offered. If any shares or units being offered are to be offered in exchange for other securities, an appropriate description of the other securities shall be given. No information need be given, however, as to any class of securities that is to be redeemed or otherwise retired, provided appropriate steps to assure redemption or retirement have been or will be taken prior to or contemporaneously with the delivery of the shares or units being offered.

Item 7. **Price of Securities on Sale or Redemption**

- (a) Describe briefly the method followed or to be followed by the issuer in determining the price at which its securities will be offered for sale and redeemed and state the frequency with which the net asset value is determined and the time when the price becomes effective.
- (b) State, where applicable, the sales charge expressed as a percentage of the total amount paid by the purchaser and as a percentage of the net amount invested in securities of the issuer. Where these charges vary on a quantity basis give particulars of the quantities and the respective sales charges applicable thereto.
- (c) Describe briefly the procedure followed or to be followed by the purchaser for securities on sale or redemption, including any special purchase plans which may exist and any penalty for early redemption. State, where applicable, any redemption charge expressed as a percentage of the redemption price on a quantity basis, give particulars of the quantities and the respective redemption charges applicable thereto.

- (d) Describe briefly any specific right or requirement to reinvest the proceeds of dividends or similar distributions in the issuer's securities.
- (e) Refer the purchaser to the annual information form for a detailed statement of the information required in this item.

Item 8. Method of Distribution

Outline briefly the method of distribution of the securities being offered. If sales are to be effected through a person or company (the 'contractual distributor') pursuant to an arrangement with the issuer, give brief details of any arrangements with the contractual distributor. See Item 9.

Instructions

1. If the securities are being offered by way of a contractual plan, give the main particulars of the contractual plan, including:
 - (i) minimum initial investment;
 - (ii) subsequent minimum investment;
 - (iii) sales charge deductions from such minimum investments;
 - (iv) sales charges as a percentage of the amount paid by the purchaser and as a percentage of the net amount invested in securities of the issuer;
 - (v) the total amount invested contrasted to the amount paid by the purchaser.
2. As used in this item, sales charge includes all service charges including charges related to the establishment of a contractual plan and its continuing administration and maintenance.

Item 9. Responsibility for Principal Functions

- (a) Give a concise statement of the manner in which the following functions of the issuer are performed and who is responsible therefor, stating how such functions are co-ordinated and, to the extent that any

such functions are not performed by bona fide employees of the issuer, the names and addresses of the persons or companies responsible for performing such functions:

- (i) management of the issuer other than management of the investment portfolio;
- (ii) management of the investment portfolio;
- (iii) providing investment analysis;
- (iv) providing investment recommendations;
- (v) making investment decisions;
- (vi) purchase and sale of the investment portfolio and brokerage arrangements relating thereto;
- (vii) distribution of the securities offered.

(b) Refer the purchaser to the annual information form for greater detail regarding the purchase and sale of the investment portfolio and brokerage arrangements relating thereto.

(c) Indicate the circumstances under which the management agreement may be terminated.

(d) Indicate conflicts of interest or potential conflicts of interest between the issuer and the persons or companies named in answer to paragraph (a).

Instructions

1. The address given may be the municipality of residence or a postal address, however the Commission may request that the home address in full be furnished to it.

2. In giving information regarding distribution of securities the name and address of only the contractual distributor need be given.

3. If one or more persons or companies perform more than one of the functions referred to in this Item, so state, giving details of all functions so performed.

Item 10. Management Fees

(a) Indicate the method of determining the amount of management fees and, distinguishing between those charged to the issuer and those charged directly to security holders, other expenses, if any, and make a cross reference to the financial statements for details as to the amount of management fees and

other expenses, if any, which have been charged to the issuer.

(b) Set out in tabular form in the simplified prospectus or by way of note to the financial statements, a record of management expense ratio comprising the aggregate of all fees and other expenses paid or payable by the issuer during each of the last five completed financial years as a percentage of average net assets under administration during each of those financial years. Such disclosure should also include a brief description of the method of calculating the percentage and a statement that the management expense ratio may vary from one mutual fund to another.

Instructions

1. Where management fees are changed or are proposed to be changed and where such change would have had an effect on the management expense ratio for the most recent financial year if the change had been in effect throughout that year, the effect of such change should be disclosed.
2. Where the financial year is other than a full year, the management expense ratio should be annualized, the period covered specified and a statement made that the management expense ratio is annualized.
3. For purposes of this Item, "average net assets" should be calculated to be the average of the net assets at each valuation date of the issuer and before the deduction of management fees and other expenses, and the term "other expenses" means all other expenses incurred in the course of ordinary business relating to the organization, management and operation of the issuer with the exception of the commissions and brokerage fees on the purchase and sale of portfolio securities and taxes of all kinds, other than penalties, to which the issuer is subject.
4. Where an issuer invests in another mutual fund, the management expense ratio shall be calculated on the basis of those assets of the issuer on which a management fee is charged.

5. The financial statements should set out in appropriate detail the amounts of the management fee and other expenses, if any, which have been charged to the issuer.

6. The basis or rates of charges levied against security holders, rather than the issuer, for special services such as trustee fees for registered retirement savings plans, redemption fees, transfer fees between related mutual funds or any other specific charges to a class of investors, should be disclosed separately in a single table in the body of the simplified prospectus or as a note to the financial statements and should not be included as part of the management expense ratio.

Item 11. **Investment Objectives and Practices**

(a) Precisely state the investment objectives of the issuer.

(b) Refer the purchaser to the annual information form for information concerning restrictions on investment practices of the issuer in pursuing its objectives.

Instructions

Aims such as long-term capital appreciation or current income and the types of securities in which the issuer will invest should be described.

Item 12. **Dividends or Distributions**

Indicate, by way of note to the financial statements, the amount of dividends or other distributions per share or unit paid by the issuer including income allocated to security holders by way of dividend reinvestment or otherwise during the latest financial year and each of the previous four completed financial years.

Instructions

Dividends should be set out on a per security basis, shown separately for each class of security in respect of each of the financial years. Appropriate adjustments should be made to reflect changes in capitalization during the period.

Item 13. **Tax Status of Security Holders**

State in general terms the income tax consequences to the holders of the securities offered of:

- (i) any distribution to such holders in the form of dividend or otherwise including amounts reinvested;
- (ii) redemption of securities;
- (iii) sale of securities;
- (iv) transfers between mutual funds.

Item 14. **Legal Proceedings**

Include the name of the court or agency, the date instituted, the principal parties thereto, the nature of the claim, the amount claimed if any, whether the proceedings are being contested, and the present status of the proceedings.

Item 15. **Other Material Facts**

Give particulars of any other material facts relating to the securities proposed to be offered which are not contained in the annual information form.

Item 16. **Auditors, Transfer Agent and Registrar**

- (a) State the name and address of the issuer's auditor.
- (b) State the name of the issuer's transfer agent and registrar and the cities in which the registers of transfer of securities of the issuer are kept.

Item 17. **Purchasers' Statutory Rights**

Include the following statement in the simplified prospectus.

"Securities legislation in certain of the provinces provides purchasers with the right to withdraw from an agreement to purchase mutual fund shares or units within two business days after receipt of a simplified prospectus or within forty-eight hours after the receipt of a confirmation of a purchase of such securities. If the agreement is to purchase such securities under a contractual plan, the time period during which withdrawal may be made may be longer.

In several of the provinces and territories securities legislation further provides a purchaser with remedies for rescission or, in some jurisdictions, damages where the simplified prospectus and any amendment contains a misrepresentation or is not delivered to the purchaser but such remedies must be exercised by the purchaser within the time limit prescribed by the securities legislation of his province or territory. The purchaser should refer to any applicable provisions of the securities legislation of his province or territory for the particulars of these rights or consult with a legal adviser".

Item 18. Identification

Each simplified prospectus shall bear encoding which identifies the date at which it becomes effective.

Instructions

The date need not be written in full. In fact it is preferred that it be shown as for example, 30/05/85, or included in a printer's code together with quantity printed. The purpose is to identify which version of a simplified prospectus is the subject of a specific receipt.

Appendix 'B'

INFORMATION REQUIRED TO BE INCLUDED IN
THE ANNUAL INFORMATION FORM

General Instructions

The Annual Information Form is used in conjunction with a simplified prospectus, financial statements, notices of material change and similar material documents required to be filed to provide disclosure of all information concerning the mutual fund and the securities it proposes to issue. Information reported in an annual information form should be complete and presented in a style similar to that used in a prospectus.

Item 1. Name and Formation of Issuer

State the full name of the issuer and the address of its head office. State the laws under which the issuer was formed, and whether by articles of incorporation, trust indenture or otherwise and the date the issuer came into existence. If material, state whether the documents have been amended.

Instructions

Particulars of any such documents need be set out only if material to the securities offered by the simplified prospectus. See Appendix 'A', Item 6 .

Item 2. Business of the Issuer

Describe the business of the issuer.

Instructions

1. If the issuer has engaged in any business other than that of a mutual fund during the past five years, state the nature of the other business and give the approximate date on which the issuer commenced to operate as a mutual fund. If the issuer's name was changed during the period, state its former name and the date on which it was changed. Indicate briefly the nature and results of any bankruptcy, receivership or similar proceedings or any other material reorganization of the issuer during the period.

2. If during the past two years any affiliate of the issuer had any material interest, direct or indirect, in any transaction involving the purchase of any substantial amount of assets presently held by the issuer, describe the interest of the affiliate in such transaction and state the cost of such assets to the purchaser and to the seller.

Item 3. **Price of Securities on Sale or Redemption**

Repeat disclosure from the simplified prospectus in respect of this Item and, in addition,

- (a) Describe the rules used for the valuation of the issuer's assets and liabilities for the purpose of calculating net asset value and disclose all instances, within the past three years, when the discretion to deviate from these rules, if any, was exercised.
- (b) Indicate briefly any difference in the sales charges imposed upon the sale of securities in connection with the conversion or exchange of securities or the reinvestment of dividends and similar distributions.
- (c) In this form, "sales charge" includes all service charges including charges relating to such matters as cost of the establishment of a contractual plan and the cost of the continuing administration and maintenance of such a plan.
- (d) When giving particulars of the sales charge with respect to a contractual plan indicate when during the term of the plan the sales charge will be deducted.
- (e) Give particulars of the entitlement of the purchaser of a contractual plan to a refund of any sales charge incurred if the contractual plan is terminated during the term of such plan.

Item 4. **Responsibility for Principal Functions**

Repeat disclosure from the simplified prospectus in respect of this Item and, in addition;

- (a) Provide the name and address in full or alternatively solely the municipality of residence or postal address

of each person, or of each of the directors and officers of each of the companies, responsible for the performance of the principal functions described in the simplified prospectus and set out above.

(b) Indicate the method of determining the amount of management fees and state the total of such fees paid during each of the last five completed financial years and separately for the period from the last completed financial year to a date within thirty days of this annual information form.

(c) Indicate the circumstances under which the management agreement may be terminated.

(d) Indicate conflicts of interest or potential conflicts of interest between the issuer and the persons and companies named in answer to (a).

Instructions

1. Where an alternate address is listed, the Director may request that the home address in full be furnished to the Commission.

2. In giving information regarding distribution of securities the name and address of only the contractual distributor need be given. See Appendix 'A', Item 8.

3. In giving information regarding the purchase and sale of the investment portfolio and brokerage arrangements relating thereto the name and address of only the principal broker need be given.

4. In giving information regarding the purchase and sale of the investment portfolio and brokerage arrangements relating thereto give brief details of the following matters:

(i) the total cost, during the last completed financial year of the issuer, of securities acquired, distinguishing between,

(a) securities of or guaranteed by the government of any country, or any political subdivision thereof;

(b) short-term notes; and

(c) other securities;

- (ii) the total cost of securities held at the beginning and at the end of the issuer's last completed financial year;
- (iii) the formula, method or criteria used in allocating brokerage business to persons or companies engaged in the distribution of the securities of the issuer;
- (iv) the formula, method or criteria used in allocating brokerage business to persons or companies furnishing statistical, research or other services to the issuer or the manager of the issuer; and
- (v) the amount of brokerage paid to the principal broker for the last three completed financial years, giving the total amount paid in each year and expressing the amount paid in each year as a percentage of the total brokerage paid by the issuer.

5. If one or more persons or companies performs more than one of the functions referred to in this item, so state, giving details of all functions so performed.

6. As used in this Form:

- (a) "principal broker" includes,
 - (i) a person or company through whom the investment portfolio of the issuer is purchased or sold pursuant to a contractual arrangement with the issuer or the manager of the issuer providing for an exclusive right to purchase or sell the investment portfolio of the issuer or any feature which gives or is intended to give a broker or dealer a material competitive advantage over other brokers or dealers in respect of the purchase or sale of the investment portfolio of the issuer, or
 - (ii) a person or company, together with any affiliate, by or through whom 15 per cent or more of the securities transactions of the issuer were carried out; and
- (b) "brokerage arrangements" or "brokerage business" include all purchases and sales of the investment portfolio, whether effected directly or through an agent.

7. With the consent of the Director, a person or company who would otherwise be a principal broker may, with respect

to any one or more of the items of disclosure required by this Form, be treated as not coming within the definition of a principal broker.

Item 5.

Investment Policy and Restrictions

State the policy or proposed policy of the issuer with respect to each of the following types of activities describing the extent to which the issuer may engage in or is restricted from engaging in each such activity.

Indicate which of the policies may not be changed without security holder approval:

- (a) the issuing of securities other than those contemplated by the issuer's simplified prospectus;
- (b) the borrowing of money;
- (c) the firm underwriting of securities issued by other issuers;
- (d) the concentration of its investments in a particular class or kind of industry;
- (e) the purchase and sale of real estate;
- (f) the purchase and sale of commodities or commodity futures contracts;
- (g) the making of loans, whether secured or unsecured;
- (h) the investment of a specific proportion of the assets of the issuer in a particular type of security (e.g. bond, preferred shares, money market instruments, etc.);
- (i) the investment of more than 10% of the assets of the issuer in the securities of any one issuer;
- (j) the investment in more than 10% of the securities of any one issuer;
- (k) the investment in securities for the purpose of exercising control or management;
- (l) the investment in securities of investment companies or other mutual funds;
- (m) the purchase or sale of mortgages;
- (n) the purchase of securities on margin or selling short;
- (o) the investment in securities which are not fully paid;

- (p) the investment in illiquid securities or securities whose resale is restricted;
- (q) the investment in foreign securities;
- (r) the investment in gold or gold certificates;
- (s) the pledging, mortgaging or hypothecating of the issuer's assets;
- (t) the sale of portfolio securities to directors, officers or trustees of the issuer or of the manager, or the purchase of securities from such persons;
- (u) the guaranteeing of the securities or the obligations of another issuer;
- (v) the purchase of options, rights and warrants;
- (w) the writing of covered or uncovered clearing corporation options;
- (x) the investment in a security which may require the purchaser to make an additional contribution beyond the price of the security;
- (y) any investment other than in securities;
- (z) the lending of the issuer's portfolio securities.

Instructions

1. For the purpose of clause (g), the purchase of debt securities for investment purposes is not considered to be the making of a loan by the issuer,
2. For the purpose of clause (p), where the issuer invests in securities whose resale is restricted, describe how those securities are valued for the purpose of computing the net asset value of the fund.

Item 6. Significant Holdings in Other Issuers

Furnish in substantially the tabular form indicated the following information as at a date within thirty days of the date of the annual information form with respect to each issuer, 5 per cent or more of whose securities of any class are beneficially owned directly or indirectly by the mutual fund or any of its subsidiaries.

TABLE

Name and Address of company	Nature of its principal business	Percentage of securities of any class owned by issuer	Percentage of value of issuer's assets invested therein
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Item 7. **Tax Status of Issuer and Security Holder**

- (a) State in general terms the bases upon which the income and capital receipts of the issuer are taxed.
- (b) Repeat disclosure from the simplified prospectus in respect of the tax status of the security holder.

Item 8. **Legal Proceedings**

Describe briefly any legal proceedings material to the issuer to which the issuer is a party or of which any of its property is subject. Make a similar statement as to any such proceedings known to be contemplated.

Instructions

Identify the court or the agency having jurisdiction, the date on which the suit was filed, the principal parties involved, the nature of the claim and the amount claimed. State whether the proceedings are contested and indicate the present status of the proceedings.

Item 9. **Directors, Officers and Trustees**

List the names and home addresses in full or, alternatively, solely the municipality of residence or postal address, of all directors, trustees and officers of the issuer and indicate all positions and offices with the issuer held by each person named, and the principal occupations, within the five preceding years, of each director, trustee and officer.

Instructions

1. Where the municipality of residence or postal

address is listed, the Director may request that the home address in full be furnished to the Commission.

2. Where the principal occupation of a director, trustee or officer is that of an officer of a company other than the mutual fund, state the business in which such company is engaged.

3. Where a director or officer has held more than one position in the issuer, or a parent or subsidiary thereof, state only the first and last position held.

Item 10. **Remuneration of Directors, Officers and Trustees**

(a) Only issuers which directly employ officers need comply fully with this Item.

(b) Other issuers, the businesses of which are managed by a management company pursuant to a contractual arrangement with the issuer, or by a corporate trustee pursuant to the terms of a trust indenture, must report in the annual financial statement of such issuers:

(i) the aggregate amount of directors' or trustees' fees paid by the issuer in respect of each of the financial years reported upon;

(ii) the aggregate amount of expenses reimbursed by the issuer to the directors or trustees in respect of the fulfillment of duties as directors or trustees.

As well, such issuers must state in the annual information form that amounts reported in the financial statements as paid or reimbursed to directors and trustees constitute the only compensation paid by the issuer to such directors and trustees.

TABLE**AGGREGATE REMUNERATION
LATEST FINANCIAL YEAR**

	FROM OFFICE, EMPLOYMENT AND EMPLOYER CONTRIBUTIONS	COST OF PENSION BENEFITS	OTHER
1. DIRECTORS (TOTAL NUMBER _____)	\$ _____	\$ _____	\$ _____
			FUTURE YEARS - \$ _____
2. FIVE SENIOR OFFICERS	\$ _____	\$ _____	\$ _____
			FUTURE YEARS - \$ _____
3. OFFICERS WITH REMUNERATION OVER \$50,000. (TOTAL NUMBER _____)	\$ _____	\$ _____	\$ _____
			FUTURE YEARS - \$ _____

(c) State in the form of the table shown above separately for each of the following the aggregate remuneration paid or payable by the issuer in respect of the issuer's last completed financial year to;

- (i) the directors or trustees of the issuer in their capacity as directors or trustees of the issuer;
- (ii) the five senior officers of the issuer in receipt of the largest amount of remuneration, in their capacity as officers or employees of the issuer; and
- (iii) the officers of the issuer including those in (ii) who received in their capacity as officers or employees of the issuer and any of its subsidiaries

aggregate remuneration in excess of \$50,000 in that year, provided that this disclosure shall not be required where the issuer has less than seven such officers.

(d) State, where practicable, the estimated aggregate cost to the issuer and its subsidiaries in or in respect of the last completed financial year of all benefits proposed to be paid under any pension or retirement plan upon retirement at normal retirement age to persons to whom paragraph (c) applies, or in the alternative, the estimated aggregate amount of all such benefits proposed to be paid upon retirement at normal retirement age to those persons.

(e) State, where practicable, the aggregate of all remuneration payments other than those of the type referred to in paragraphs (c) and (d) made in or in respect of the issuer's last completed financial year and, as a separate amount, proposed to be made in the future by the issuer pursuant to an existing plan to persons to whom paragraph (c) applies.

Instructions

1. For the purpose of clauses (i) and (iii) of paragraph (c), "remuneration" means amounts required to be reported as income under the Income Tax Act (Canada).

2. For the purpose of clause (ii) of paragraph (c), "remuneration" means remuneration as defined in instruction 1 plus the value of benefits (other than those benefits provided to a broad category of employees on a basis which does not discriminate in favour of officers or directors) not included in income from an office or employment and derived from contributions made by the employer to or under a group sickness or accident insurance plan, private health service plan, supplementary unemployment benefit plan, deferred profit sharing plan or group term life insurance policy.

3. For the purpose of paragraph (e), "plan" includes all plans, contracts, authorizations or arrangements, whether or not contained in any formal document or authorized by a resolution of the directors of the issuer but does not include the Canada Pension Plan or a similar government plan.

4. For the purposes of paragraph (e) "remuneration payments" include payments under a deferred profit sharing plan, deferred compensation benefits, retirement benefits or other benefits, except those paid or to be paid under a pension or retirement plan of the issuer.

5. For the purposes of paragraph (e), if it is impracticable to state the amount of proposed remuneration payments, the aggregated amount accrued to date in respect of such payments may be stated, with an explanation of the basis of future payments.

Item 11. Indebtedness of Directors, Officers and Trustees

In regard to,

(i) each director trustee and each senior officer of the issuer;

(ii) each proposed nominee for election as a director or trustee of the issuer; and

(iii) each associate or affiliate of any such director, trustee, senior officer or proposed nominee, who is or has been indebted to the issuer or its subsidiaries at any time since the beginning of the last completed financial year of the issuer, state with respect to each such issuer or subsidiary the largest aggregate amount of indebtedness outstanding at any time during the last completed financial year, the nature of the indebtedness and of the transaction in which it was incurred, the amount thereof presently outstanding, and the rate of interest paid or charged thereon, but no disclosure need be made of routine indebtedness.

1. "routine indebtedness" means indebtedness described in any of the following clauses:

(a) if an issuer makes loans to employees generally whether or not in the ordinary course of business then loans shall be considered to be routine indebtedness if made on terms, including those as to interest or collateral, no more favourable to the borrower than the terms on which loans

are made by the issuer to employees generally, but the amount at any time remaining unpaid under such loans to any one director, senior officer or proposed nominee together with his associates or affiliates that are treated as routine indebtedness under this clause (a) shall not exceed \$25,000.;

(b) whether or not the issuer makes loans in the ordinary course of business, a loan to a director or senior officer shall be considered to be routine indebtedness if

(i) the borrower is a full-time employee of the issuer;
(ii) the loan is fully secured against the residence of the borrower, and

(iii) the amount of the loan does not exceed the annual salary of the borrower;

(c) where the issuer makes loans in the ordinary course of business, a loan shall be considered to be routine indebtedness if made to a person or company other than a full-time employee of the issuer, and if the loan

(i) is made on substantially the same terms, including those as to interest rate and collateral, as were available when the loan was made to other customers of the issuer with comparable credit ratings, and

(ii) involves no more than usual risks of collectibility, and

(d) indebtedness arising by reason of purchases made on usual trade terms or of ordinary travel or expense advances, or for similar reasons shall be considered to be routine indebtedness if the repayment arrangements are in accord with usual commercial practice.

2. State the name and home address in full or, alternatively, solely the municipality of residence or postal address of each person or company whose indebtedness is described.

Item 12. **Associated Persons**

Furnish the following information as to each person

or company named in the simplified prospectus and repeated in the annual information form in answer to the request in Item 9 of Appendix A.

(a) If a named person or company is associated with the issuer or is a director or senior officer of or is associated with any affiliate of the issuer or is a director or senior officer of or is associated with any company which is associated with the issuer, so state, and give particulars of the relationship.

(b) If the issuer is associated with a named person or company or is associated with any affiliate of a named company or is associated with any company which is associated with the named person or company, so state, and give particulars of the relationship.

(c) If any person or company associated with the issuer is also associated with a named person or company, so state, and give particulars of the relationship.

(d) If a named person or company has a contract or arrangement with the issuer, give a brief description of the contract or arrangement, including the basis for determining the remuneration of the named person or company and give the amount of remuneration paid or payable by the issuer and its subsidiaries to such person or company during the last completed financial year of the issuer.

(e) If a named person or company is associated with any other named person or company, so state, and give particulars of the relationship.

(f) Where and to the extent required by the Director, give the business experience of each named person or company and, in the case of a named company, the directors and officers thereof.

Item 13. Promoter

If any person or company is or has been a promoter of the issuer within the five years immediately preceding the date of the annual information form furnish the following information;

(a) State the names of the promoters, the nature and amount of anything of value (including money, property, contracts, options or rights of any kind) received or to be received by each promoter directly or indirectly from the issuer and the nature and amount of any assets, services or other consideration therefor received or to be received by the issuer.

(b) As to any assets acquired within the past two years or to be acquired by the issuer from a promoter, state the amount at which acquired or to be acquired and the principle followed or to be followed in determining the amount. Identify the person making the determination and state his relationship, if any, with the issuer or any promoter. State the date that the assets were acquired by the promoter and the cost thereof to the promoter.

Item 14. Principal Holders of Securities

Furnish the following information as of a specified date within thirty days prior to the date of the annual information form in substantially the tabular form indicated:

(a) The number of securities of each class of voting securities of:

(i) the issuer; and

(ii) the manager of the issuer;

owned of record or beneficially, directly or indirectly, by each person or company who owns of record, or is known by such issuer or manager to own beneficially, directly or indirectly, more than 10 per cent of any class of such securities. Show in Column 5 whether the securities are owned both of record and beneficially, of record only, or beneficially only, and show in Columns 6 and 7 the respective numbers and percentages known by the issuer or manager to be owned in each such manner.

TABLE

Column 1	Column 2	Column 3	Column 4	Column 5	Column 6	Column 7
Name and address	Name of company	Issuer or relation-ship there-to	Designation of class	Type of ownership	Number of securities owned	Percentage of class

(b) If any person or company named in answer to paragraph (a) owns of record or beneficially, directly or indirectly, more than 10 per cent of,

(i) any class of voting securities of the contractual distributor or the principal broker of the issuer or any parent or subsidiary thereof, or

(ii) any proprietorship interest in the contractual distributor or the principal broker of the issuer,

give the percentage of such securities or the percentage of such proprietorship interest so owned by such person or company.

(c) The percentage of securities of each class of voting securities beneficially owned, directly or indirectly, by all the directors, trustees and senior officers,

(i) of the issuer in the issuer or in a parent or subsidiary thereof, and

(ii) of the manager of the issuer in such manager or in a parent or subsidiary thereof, in the case of each company as a group, without naming them.

TABLE

Column 1	Column 2	Column 3	Column 4
Name of Company	Issuer or relationship thereto	Designation of class	Percentage of class
-----	-----	-----	-----
-----	-----	-----	-----

Instructions

1. Where a company is shown by the issuer as owning directly or indirectly more than 10 per cent of any class of such securities, the Director may require the disclosure of such additional information as is necessary to identify any individual who, through his direct or indirect ownership of voting securities in the company owns directly or indirectly more than 10 per cent of any class of such securities. The name of such an individual should be disclosed in a footnote to the table described in paragraph (a).

2. For the purposes of paragraph (a), securities owned beneficially, directly or indirectly, and of record shall be aggregated in determining whether any person or company owns more than 10 per cent of the securities of any class.

3. For the purposes of clause (i) of paragraph (a), where no material change has occurred in the information required by such clause since the date of the financial statements filed for the issuer's most recently completed financial year, the information may be given as of the date of the financial statements.

4. If voting securities are being offered in connection with, or pursuant to, a plan of acquisition, amalgamation or reorganization, indicate, as far as practicable, the respective holdings of voting securities that will exist after giving effect to the plan.

5. If, to the knowledge of the issuer, more than 10 per cent of any class of voting securities of the issuer or if, to the knowledge of the manager of the issuer, more than 10 per cent of any class of voting securities of such manager are held or are to be held subject to any voting trust or other similar agreement, state the designation of such securities, the number held or to be held and the duration of the agreement. Give the names and addresses of the voting trustees and outline briefly their voting rights and other powers under the agreement.

6. If, to the knowledge of the issuer, the parent of the issuer, the manager or the parent of the manager, any person or company named in answer to paragraph (a) is an associate or affiliate of any other person or company named therein, disclose, in so far as known, the material facts of such relationship, including any basis for influence over the issuer enjoyed by the person or company other than the holding of voting securities of the issuer.

Item 15. Interest of Management and Others in Material Transactions

Describe briefly, and where practicable state the approximate amount of, any material interest direct or indirect, of any of the following persons or companies in any transaction within the three years prior to the date of the annual information form, or in any proposed transaction which has materially affected or will materially affect the issuer:

- (i) the manager of the issuer;
- (ii) the contractual distributor of the issuer;
- (iii) the principal broker of the issuer;
- (iv) any director, senior officer or trustee of the issuer or of any company referred to in clauses (i), (ii) or (iii) hereof;
- (v) any security holder named in answer to paragraph (a) of Item 14; and
- (vi) any associate or affiliate of any of the foregoing persons or companies.

Instructions

1. Give a brief description of the material transaction. Include the name and address of each person or company whose interest in any transaction is described and the nature of the relationship by reason of which such interest is required to be described.
2. As to any transaction involving the purchase or sale of assets by or to the issuer otherwise than in the ordinary course of business, state the cost of the assets to the purchaser and the cost thereof to the seller if acquired by the seller within two years prior to the transaction.
3. This Item does not apply to any interest arising from the ownership of securities of the issuer where the security holder receives no extra or special benefit or advantage not shared on an equal basis by all other holders of the same class of securities or all other holders of the same class of securities who are resident in Canada.

4. No information need be given in answer to this Item as to any transaction or any interest therein, where,

- (i) the rates or charges involved in the transaction are fixed by law or determined by competitive bids;
- (ii) the interest of a specified person or company in the transaction is solely that of a director of another company that is a party to the transaction;
- (iii) the transaction involves services as a bank or other depository of funds, transfer agent, registrar, trustee under a trust indenture or other similar services;
- (iv) the interest of a specified person or company, including all periodic instalments in the case of any lease or other agreement providing for periodic payments or instalments, does not exceed \$50,000; or
- (v) the transaction does not directly or indirectly, involve remuneration for services, and
 - (A) the interest of a specified person or company arose from the beneficial ownership, direct or indirect, of less than 10 per cent of any class of voting securities of another company that is a party to the transaction,
 - (B) the transaction is in the ordinary course of business of the issuer.

5. Information shall be furnished in answer to this Item with respect to transactions not excluded above that involve remuneration, directly or indirectly, to any of the specified persons or companies for services in any capacity unless the interest of the person or company arises solely from the beneficial ownership, direct or indirect, of less than 10 per cent of any class of voting securities of another company furnishing the services

to the issuer or its subsidiaries.

6. This Item does not require the disclosure of any interest in any transaction unless such interest and transaction are material.

Item 16. Custodian of Portfolio Securities

- (a) State the name, principal business address and the nature of the business of each person or company holding portfolio securities of the issuer as custodian and the jurisdiction in which the portfolio securities are physically situate. The name of the custodian may be omitted if it is a bank to which the Bank Act (Canada) applies, or otherwise with the consent of the Director.
- (b) Give brief details of the contractual arrangement made with the custodian.

Item 17. Material Contracts

Give particulars of every material contract entered into within the two years prior to the date of the annual information form, by the issuer and state a reasonable time and place at which any such contract or copy thereof may be inspected during distribution of the securities being offered.

Instructions

1. The term "material contract" for this purpose means any contract that can reasonably be regarded as presently material to the proposed investor in the securities being offered.
2. Set out a complete list of all material contracts, indicating those which are disclosed elsewhere in the annual information form or in the simplified prospectus and provide particulars with respect to those material contracts about which particulars are not given elsewhere. This item does not require disclosure of contracts entered into in the ordinary course of business of the issuer.
3. Particulars of contracts should include the dates of, parties to, consideration and general nature of the contracts, succinctly described.

4. Particulars of contracts need not be disclosed, or copies of such contracts made available for inspection if the Director determines that such disclosure or making available would impair the value of the contract and would not be necessary for the protection of investors.

Item 18. **Other Material Facts**

Give particulars of any other material facts relating to the securities proposed to be offered and not disclosed pursuant to the foregoing items which are not contained in the simplified prospectus.

Item 19. **Certificates**

(a) Include a certificate signed by the fund's Chief Executive Officer, by the fund's Chief Financial Officer, by two Directors or trustees other than the foregoing and by the fund's manager, if any, which states:

"This annual information form, the financial statements of the fund for the financial period ended (specify) and the auditors' report thereon, together with the simplified prospectus required to be sent or delivered to a purchaser during the currency of this annual information form constitute full, true and plain disclosure of all material facts relating to the securities offered by the simplified prospectus and do not contain any misrepresentation."

(b) Include a certificate signed by the fund's underwriter which states:

"To the best of our knowledge, information and belief this annual information form, the financial statements of the fund for the financial period ended (specify) and the auditor's report thereon, together with the simplified prospectus required to be sent or delivered to a purchaser during the currency of this annual information form constitute full, true and plain disclosure of all material facts relating to the securities offered by the simplified prospectus and do not contain any misrepresentation."

CHAPTER 6
REQUESTS FOR COMMENTS (NIL)

THERE IS NO MATERIAL FOR THIS CHAPTER
IN THIS ISSUE

CHAPTER 7
INSIDER TRADING REPORTS

EXPLANATORY NOTES

Information contained in this section has been summarized from insider reports filed with the Commission.

The name of the issuer is followed by a brief description of the class of security, the name of the person or company reporting and his or its relationship to the issuer. If a person has an indirect interest in the securities reported, e.g., through holding companies, affiliate companies, partnerships, trusts or other entities, this is shown. Symbols are used in the column "Transaction and Ownership Symbol" to indicate the nature of ownership i.e., direct or indirect. Similarly, the character of transactions is indicated provided the transactions are other than a purchase or sale. (See guide to symbols below):

GUIDE TO SYMBOLS

RELATIONSHIP	(appearing after the name reported)
"B"	- Beneficial Owner (direct or indirect) of equity shares of a reporting issuer carrying more than 10% of the voting rights attached to all equity shares of the reporting issuer outstanding.
"D"	- Director of principal reporting issuer.
"DI"	- Director of an issuer or a reporting issuer which is an insider or subsidiary of the principal reporting issuer.
"K"	- Exercises control or direction (direct or indirect) of equity shares of a reporting issuer carrying more than 10% of the voting rights attached to all equity shares of the reporting issuer.
"S"	- Senior Officer of principal reporting issuer.
"SI"	- Senior Officer of an issuer or a reporting issuer which is an insider or subsidiary of the principal reporting issuer.

NATURE OF OWNERSHIP

- No Symbol - Securities are beneficially owned directly.
- Symbol #1 - The reporting person or company beneficially owns and/or has control or direction over securities which are held by a company, associate, partnership, trust or other entity.

CHARACTER OF TRANSACTION

- | | | | |
|------------|----------------------------|-----|------------------------------|
| No Symbol- | purchase or sale | "M" | - internal |
| "A" | - bequest or inheritance | "Q" | - qualifying shares |
| "C" | - compensation | "R" | - redeemed (called, matured) |
| "E" | - exchange or conversion | "T" | - stock dividend |
| "F" | - exercise of rights, etc. | "V" | - stock split |
| "G" | - gift | "X" | - exercise of option |
| "IR" | - initial report | "Z" | - distribution |

*Returned for reconciliation purposes.

REPORTING ISSUER	INSIDER	SECURITY	REL'N	TRANS DATE	TYPE	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
ABITIBI-PRICE INC.	Olympia & York Developments Limited Abitibi-Price Refinance Inc.	ABITIBI-PRICE INC SRS K. DB	B	Mar/85	1	\$26314101		\$37925101
				Feb/85		500		15600
				Feb/85	M		4600	584021
				Feb/85	M			45600
ACF MANAGEMENT LIMITED	Whiting, Richard John	A G F MGMT LTD CL B PFD	S	Feb/85				5500
				Feb/85	1			46417
				Feb/85				22196
				Feb/85	C	2500		51
ALTEX RESOURCES LTD	Toews, Ernest H. RRSP Spouse Stock Plan	ALTEX RES LTD	DS	Feb/85	1			51
				Feb/85	1			
				Feb/85	T	5		3519
				Feb/85	C	400		100
AMERICAN EXPRESS COMPANY	Gerstner, Louis V. Daughter Son	AMERICAN EXPRESS CO	DS	Feb/85	1			
				Feb/85	1			
				Feb/85	T	2110	5317	
				Feb/85	X	12000		50238
ANDRES WINES LTD.	Safran, Edmond J. Saban S.A. Saban S.A. and Republic Holdings S.A.	AMERICAN EXPRESS CO WT	D	Feb/85	1		115000	160249
				Feb/85	1		60000	1048332
				Feb/85			4000	---
				Feb/85			500	---
ARGUS CORPORATION LIMITED	Walsh, William James Chant, Dixon Samuel Ravelston Corporation Limited, The	ARGUS CORP LTD CL C PFD	DS	Feb/85				
				Jan/85		21331		
				Feb/85		6147		1670507
				Feb/85		674451		6588925
ATLANTIC RICHFIELD COMPANY	White, Wendell F. Marion A. White RRSP	ARGUS CORP LTD CL C PFD PART	S	Feb/85	1			100
				Feb/85	1		200	---
				Feb/85			137	---
				Feb/85	1		6009	---
AUGDOME CORPORATION LIMITED	Marvin, James LaMar Accumulation Plan Savings Plan	AUGDOME CORP LTD	DS	Feb/85			7500	118782
				Feb/85				
				Feb/85				
				Feb/85				
AURELIAN DEVELOPERS LTD.	Bishop, Percy Wiley Hinchliffe, Harold Leonard	AURELIAN DEVELOPERS LTD	D	Feb/85			2300	15000
				Feb/85				
				Feb/85				
				Feb/85				
B.C. SUGAR REFINERY LIMITED	Brown, William C. Control	B C SUGAR REFINERY LTD	D	Feb/85	T	21		4869
				Feb/85	1	40		3866
				Feb/85	T			45711
				Feb/85	T	59		6874
BANK OF ALBERTA	Cherniavsky, Peter A. Cochrane, Gordon John Control	BANK OF ALBERTA	DS	Feb/85	1	88		5968
				Feb/85	1			2962
				Feb/85	2	31		5142
				Feb/85	T	66		500
BANK OF ALBERTA	Ham, Gordon H. Willison, William A. Brown, Frank E. F.E. Brown Holdings Limited	BANK OF ALBERTA	D	Feb/85		500		25000
				Feb/85	1			6053
				Jan/85	1	766		
				Feb/85		16500		191500

REPORTING ISSUER	INSIDER	SECURITY	REL'N	TRANS DATE	TYPE	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
BANK OF ALBERTA (Continued)	Li, Ronald F.S. A. Suriawinata Sun Poh Shing Finance Co. Ltd.	BANK OF ALBERTA	D	Feb/85	1			10000
				Feb/85	1			20000
BANK OF BRITISH COLUMBIA	Austin, Jack	BANK B C	S	Feb/85	IR			10000
	Kerr, John Custance Lignum Limited		D	Jan/85 Jan/85	X X	1500 17400		2300 23200
	Olson, Allan S. Indirect Holdings		D	Feb/85	1	10000		20000
BANK OF MONTREAL	Blonar, Peter A.	BANK OF MONTREAL	S	Dec/84 Jan/85		766	766	---
	Dawson, Graham Russell G.R. Dawson Holdings Limited	BANK MONTREAL QUE SR A PFD	D	Feb/85	1		700	1300
	Hydon, Geoffrey M. Company Plans	BANK OF MONTREAL	S	Dec/84 Dec/84	1	75		60 358
	Munro, Harry K.		S	Dec/84		194		954
	Troutman, C. David J.		S	Dec/84		13		642
	Wilson, Philip Shaw		S	Dec/84		35		255
BANK OF MONTREAL LEASING CORPORATION	Kirkwood, Archibald C.	SECURITIES	S	Feb/85	IR			---
	Kissoon, Percy S. T.		S	Feb/85	IR			---
BANK OF NOVA SCOTIA, THE	Cumming, Thomas A.	BANK NOVA SCOTIA	S	Jul/84 Oct/84 Jan/85	T T T	37 30 28		2238
	Johnston, Malcolm C.		S	Feb/85	T	154	2000	2672
	Macdonald, Donald Stovel		D	Feb/85				2815
	McMillan, William H.		S	Dec/84	T	416		5849
	Scott, Roy D.	SECURITIES	S	Mar/85	IR			---
BEAUTY COUNSELORS INTERNATIONAL INC.	Leah, Madeleine S.	BEAUTY COUNSELORS INTL INC	S	Dec/84			10000	---
BELL CANADA ENTERPRISES INC.	Corlett, Michael S.G.	BELL CDA ENTERPRISES INC	SI	Feb/85		239		253
	Hewat, William Brian		SI	Feb/85		889		4534
	Newman, Donald R.		S	Feb/85			100	910
	Scott, C. Wesley M.		SI	Feb/85 Feb/85 Feb/85		239 6	200	161
	Sinclair, John Edward		SI	Feb/85 Feb/85 Feb/85	T T 1	1 183		216 2
	Son			Feb/85				
	St-Onge, Claude RRSP		SI	Feb/85 Feb/85	T 1	14 294		1176 894
BGR PRECIOUS METALS INC.	Thackray, James Carden		SI	Feb/85		2014		6640
	Wilder, William Price	B G R PRECIOUS METALS INC CL A D	D	Feb/85		1000		18800

REPORTING ISSUER	INSIDER	SECURITY	REL'N	TRANS DATE	TYPE	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
BLUESKY OIL & GAS LTD.	Harrison, Barry W. Beneficial Eastgate Minerals Ltd.	BLUESKY OIL & GAS LTD	DS	Feb/85	1			525000
				Feb/85	1		26113	4500 365000
BONANZA RESOURCES LTD.	Bradley, Kenneth Nautilus Resources Ltd. RRSP	BONANZA RES LTD	S	Feb/85	1		1300	700
				Feb/85	1		6000	62203 6000
	Brown, L. Grant		S	Feb/85 Feb/85	X	40000	40000	---
	Butler, Robert M.		S	Feb/85 Feb/85	X	26666	26666	2000
	Pharma Petro Holdings RRSP			Feb/85 Feb/85	1 1			61798 4250
BOW VALLEY INDUSTRIES LTD	Ferguson, John Thomas	BOW VALLEY INDS LTD	D	Feb/85	IR			1000
BP CANADA INC.	Best, Edward W. Savings Plan	B P RES CDA LTD	DS	Dec/84	1	82		382
				Dec/84	T 1	30		199 1540
	Hanbidge, Robert W. D. Indirect Holding		D	Dec/84				2000
	Kirkby, Maurice A. Indirect Holding		DS	Dec/84	T 1	12		12
	Smith, Donald C. Savings Plan		DS	Dec/84 Dec/84	1	217		222 1348
	Wyatt, Harold Edmund Indirect Holding		D	Dec/84 Dec/84	T 1	8		1250 8
BRAMALEA LIMITED	Davidson, Stewart D. Share Purchase Plans	BRAMALEA LTD	S	Feb/85 Feb/85	1	370	370	5915 53971
				Jan/85 Jan 85	1	39 273	39 273	213
	Dudgeon, Stephen M. Share Purchase Plans		S	Feb 85	1		174	12513
	Garrett, Catherine J. Share Purchase Plans		S	Feb/85 Feb/85 Feb/85	1	400	500 400	566 26958
	Lusk, Kenneth R. Share Purchase Plans		S	Jan/85 Jan/85 Jan/85	1	2235	3500 2235	318 21534
	Payton, Thomas W. Share Purchase Plan		S	Feb/85 Feb/85	1	366	366	2060 37222
	Ptak, David Share Purchase Plans Trust for Son		S	Feb/85 Feb/85 Feb/85	1 1	696	696	2439 28932 200
	Simon, Charles Control Share Purchase Plans		S	Feb/85 Feb/85 Feb/85	1 1	522	522	747 1506 23432
	Swirsky, Benjamin RRSP Share Purchase Plans		S	Feb/85 Feb/85 Feb/85	1 1	3589	3589	339726 3000 356807
	Tyityan, Edward S. RRSP Share Purchase Plans		S	Jan/85 Jan/85 Jan/85	1 1		200	482 2814 18420
BRITISH COLUMBIA FOREST PRODUCTS LIMITED	Steen, William Russell	B C FOREST PRODUCTS LTD	S	Feb/85	M		264	40

REPORTING ISSUER	INSIDER	SECURITY	REL'N	TRANS DATE	TYPE	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
BRITISH COLUMBIA FOREST PRODUCTS LIMITED (Continued)	Steen, William Russell Spousal RSP	B C FOREST PRODUCTS LTD	S	Feb/85	M 1	264		1324
	Wilder, William P. Whitshed Limited	BUDD CDA INC	D	Feb/85	1	2500		5000
CADILLAC FAIRVIEW CORPORATION LIMITED. THE	Olympia & York Developments Limited Olympia & York Holdings Corporation	CADILLAC FAIRVIEW LTD	B	Feb/85	1	43300		13972534
				Mar/85	1	450000		
				Feb/85	1	190800		3283900
				Mar/85	1	50500		
CAE INDUSTRIES LTD.	Raymond, James David Wife	C A E INDS LTD	DB	Feb/85	1	25000		50000
				Feb/85	1	2000		4000
				Feb/85	1		57800	4184946
				Feb/85	1			3000
CALGROUP GRAPHICS CORPORATION LTD.	Stirling, John M.	CALGROUP GRAPHICS CORP LTD	DS	Feb/85	X	40000		141700
				Feb/85			22300	16900
CAMBRIDGE VENTURE LTD.	Lehnen, Richard E.	CAMBRIDGE VENTURE LTD	D	Feb/85	IR			60358
				Feb/85	IR			
CAMPBELL RESOURCES INC	Camp Investments Ltd	CAMPBELL RES INC PFD SR 1	B	Feb/85			121905	---
CAMPEAU CORPORATION	Mann, Alan M.	CAMPEAU CORP SUB VTG	S	Feb/85			8000	24000
				Feb/85				
CANADA DEVELOPMENT CORPORATION	Beatty, Douglas C.	CANADA DEV CORP	S	Dec/84		293		459
				Feb/85	IR			126
	Brownell, Roger E.		S	Dec/84		183		306
				Dec/84				
	Cote, Pierre Estate Jules H. Cote		D	Dec/84		336		7859
				Dec/84	1			200
	Doherty, James P.		SI	Dec/84		336		561
				Dec/84				
	Hague, John Brian	CANADA DEV CORP PFD 1980	S	Dec/84		336		1563
				Dec/84		305		511
	King, Brian M.	CANADA DEV CORP	S	Dec/84		336		561
				Dec/84				
	Marchand, Claude Raymond		S	Dec/84		336		661
				Dec/84				
	McGoey, Gerald T.		S	Dec/84		336		561
				Dec/84				
	Michael, Norma		S	Dec/84		336		561
				Dec/84				
	Murphy, William H.	CANADA DEV CORP PFD 1980	SI	Dec/84		99		399
				Dec/84		73		73
	Neal, Michael John	CANADA DEV CORP	S	Jan/85	IR			336
				Jan/85	IR			254
	Owen, Daniel P.	CANADA DEV CORP	S	Feb/85	IR			126
				Feb/85		300		400
	Sheppard, John G.		D	Feb/85				496
				Dec/84		496		57
	Watts, Archie M. RSP		DI	Dec/84				
				Dec/84	1			
CANADA MALTING CO. LIMITED	Lumbers, Leonard G.	CANADA MALTING LTD		Feb/85			3000	3

REPORTING ISSUER	INSIDER	SECURITY	REL'N	TRANS DATE	TYPE	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
CANADA TRUSTCO MORTGAGE COMPANY, THE	The Manufacturers Life Insurance Company Control or Direction Dominion Life Insurance Co.	CANADA TRUSTCO MTG CO	B	Feb/85				5661506
				Feb/85	1			99000
				Feb/85	1			59312
CANADIAN GENERAL INVESTMENTS LIMITED	Canadian General Investments Limited	CANADA TRUSTCO MTG CO WT		Feb/85	1	59312		10000
				Feb/85	1	10000		
				Feb/85				93615
CANADIAN IMPERIAL BANK OF COMMERCE	Monast, Andre Armco Inc.	CDN IMP BK COMM	D	Feb/85				2812
				Feb/85	1	10000		10000
				Feb/85				98947
CANADIAN TIRE CORPORATION LIMITED	Edmonson, Peter Blair <u>Macaulay, Hugh L.</u> Malcolm, Archibald Borthwick	CANADIAN TIRE LTD CL A	S	Feb/85		4575		1073
				Feb/85		628		
				Feb/85	X	1980	4132	32830
CANADIAN UTILITIES LIMITED	Sasaki, Frederick Y. Transalta Utilities Corporation Transalta Resources Corporation	CDN UTILS LTD CL A	S	Feb/85				59698
				Feb/85		2861		
				Feb/85				
CANAMAX RESOURCES INC	Canamax Resources Inc.	CDN UTILS LTD CL B		Feb/85				3126043
				Feb/85	F 1		1274	7819051
				Feb/85	F 1		3129	
CARMA LTD.	Wilson, Roy Gardiner Employee Purchase Agreement	CANAMAX RES INC		Feb/85		25000		25000
				Feb/85				
				Feb/85				290287
CCL INDUSTRIES INC.	Bulloch, Donald V. Stock Option Plan	C C L INDS INC CL A	S	Feb/85	1			14232
				Jan/85	IR			6000
				Jan/85	IR			12000
Chafee, Douglas S. SDRSP Stock Option Plan	Chafee, Douglas S. SDRSP Stock Option Plan	C C L INDS INC CL B		Jan/85	IR1			7500
				Jan 85	IR			10870
				Jan/85	IR1			1200
Corley, John T. Stock Option Plan	Corley, John T. Stock Option Plan	C C L INDS INC CL B	S	Jan/85	IR1			10000
				Feb/85	IR			240
				Feb/85	IR1			19500
Henry, Charles R. Stock Option Plan	Henry, Charles R. Stock Option Plan	SECURITIES	S	Feb/85	IR			1500
				Jan/85	IR1			13500
				Feb/85	IR			---
Hofmann, Richard D. Horrigan, David G.	Hofmann, Richard D. Horrigan, David G.	SECURITIES	DI	Feb/85	IR			---
				Feb/85	IR			---
				Feb/85	IR			235
Johnston, Edward Grant 451711 Ontario Limited	Johnston, Edward Grant 451711 Ontario Limited	C C L INDS INC CL B	DS	Feb/85	1			9900
				Mar/85	1		5100	110234
				Feb/85	IR			---
Marriott, Vincent John McLeod, Wayne Stock Option Plan	Marriott, Vincent John McLeod, Wayne Stock Option Plan	SECURITIES	D	Feb/85	IR			---
				Jan/85	1	50000		80000
				Jan/85				50000
Nelson, Perry W. Share Purchase Plan Stock Option Plan	Nelson, Perry W. Share Purchase Plan Stock Option Plan	C C L INDS INC CL A	SI	Jan/85			100	---
				Jan/85			200	---
				Feb/85	1	250		250
		C C L INDS INC CL B	X 1	Jan/85	X 1	8000		---
				Jan/85	1		8000	---
				Jan/85				---

REPORTING ISSUER	INSIDER	SECURITY	REL'N	TRANS DATE	TYPE	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
CCL INDUSTRIES INC. (Continued)	Quesnel, Jean N. Stock Option Plan	C C L INDS INC CL B	S	Feb/85	IR1			12000
	Sloan, Ronald J. Stock Option Plan	C C L INDS INC CL A C C L INDS INC CL B	S	Jan/85 Jan/85 Jan/85	IR IR IR1			6666 13334 10000
	Snider, Meldon Hume Stock Option Plan		S	Feb/85 Feb/85	1	200		26867 10000
CDC LIFE SCIENCES INC.	Church, Robert B.	CDC LIFE SCIENCES INC	D	Feb/85			300	---
CELANESE CANADA INC.	Browning, John S.	CELANESE CDA INC	S	Feb/85		100		100
CENTRAL TRUST COMPANY	MacFarlane, Hoarce R.	CENTRAL TRUST CO	D	Feb/85		42		5108
CHARTER INDUSTRIES (1982) LTD.	Fox, Gordon International Factors Corp.	CHARTER INDS (1982) LTD	D	Feb/85				35450
				Feb/85	1	2000		501555
CINDY MAE RESOURCES INC.	Gilbert, Jack Allan	SECURITIES	DS	Mar/85	IR			---
	Tokarsky, Jr. John V.	CINDY MAE RESOURCES INC		Mar/85	IR			1
COMAPLEX RESOURCES INTERNATIONAL LTD.	Dickson, Glen D.	COMAPLEX RES INTL LTD	S	Feb/85		4000		4000
	Pyke, Murray W.		DS	Feb/85			500	98646
COMINCO LTD.	Benson, Kenneth Samuel Stock Savings and Purchase Plans	COMINCO LTD	S	Feb/85		413		404
	Taylor, Roger P. Stock Savings Plan		S	Dec/84 Jan/85 Feb/85 Feb/85	1 1 1 1	231 32 44 9		1131 83 9
COMMERCIAL OIL AND GAS LTD.	Commercial Oil and Gas Ltd.	COMMERCIAL OIL & GAS LTD		Feb/85 Feb/85	R	10700	10700	---
	Oughtred, George W. Indirect Holding		S	Feb/85 Feb/85	1	8300		1508300 100000
COMPUTER INNOVATIONS DISTRI- BUTION INC.	Carroll, William John RRSP Torax Investments	COMPUTER INNOVATIONS	D	Feb/85 Feb/85 Feb/85	1 1 1	13900 10200		351203 2000 10200
CONSOLIDATED ASCOT PETROLEUM CORPORATION	Stapells, Richard B. Stasons Limited	CONS ASCOT PETE CORP	D	Jan/85 Jan/85	IR IR1			503911 100
CONSOLIDATED NOREX RESOURCES CORP.	Graymont Limited	CONS NOREX RES CORP	B	Feb/85	F	347090		1859482
	Wikant, Duane E.		D	Feb/85	IR			7209
CONSOLIDATED PIPE LINES COMPANY	CBC Pension Board of Trustees McVicar, Barry Marshall	CONS PIPE LINES CO	B	Feb/85	IR			113700
			DS	Feb/85 Feb/85 Feb/85	X	2000 621	2000	2122
CONSUMERS' GAS COMPANY LTD., THE	Grant, John King	CONSUMERS GAS CO LTD WT	D	Feb/85			200	---
CONTROL DATA CORPORATION	Stutzman, Leroy F.	CONTROL DATA CORP DEL	D	Jan/85		19		5049

REPORTING ISSUER	INSIDER	SECURITY	REL'N	TRANS DATE	TYPE	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
CONTROL DATA CORPORATION (Continued)	Stutzman, Leroy F. Wife	CONTROL DATA CORP DEL	D	Jan/85	1	8		1684
CONWEST EXPLORATION COMPANY LIMITED	Bennett, Joseph C.	CONWEST EXPL LTD CL A	D	Feb/85		2000		2000
	Koroluk, Stanley Lawrence	CONWEST EXPL LTD CL B	S	Feb/85 Feb/85	X	3000	3000	---
COPCONDA-YORK RESOURCES INC.	Patterson, Tom A.	COPCONDA YORK RES INC CL B	DS	Jan/85	E		35300	---
CORRIDA OILS LTD.	Harris, Richard J. Share Benefit Plan	CORRIDA OILS LTD	DS	Feb/85	1	16324		547186 157114
	McKenzie, Ralph Alexander Share Benefit Plan		DS	Feb/85				307450 96373
	Wellhauser, Frederic Jean		DS	Feb/85		10013		
COSEKA RESOURCES LIMITED	Lusk, Kenneth R. Control	COSEKA RES LTD	SI	Feb/85 Feb/85	1	12770		430407 122910
	Swirsky, Benjamin Control		DS	Jan/85	1	9000		9000
	Share Purchase Plans		DS	Feb/85 Feb/85 Feb/85	1 1 1	10350 200 50000		10350 200 50000
CROWNBRIDGE INDUSTRIES INC.	Trackfinder Inc. Indirect Holding	CROWNBRIDGE INDS INC	B	Feb/85	IR1			1000000
DAON DEVELOPMENT CORPORATION	Bell Canada Enterprises Inc.	DAON DEV CORP	B	Mar/85	X	13000000		54006498
	Dawson, Graham Russell G.R. Dawson Holdings Limited		D	Feb/85			51329 8137528	---
DEXLEIGH CORPORATION	Ciura, Zbigniew S. RRSP	DEXLEIGH CORP WARRANTS	S	Feb/85	1			---
DIGITECH LTD.	McAlpine Robert Ashley	DIGITECH LTD	D	Feb/85	IR	2500		100000 2500
DOW CHEMICAL COMPANY, THE	Dow, Herbert H. Savings Plan Trustee of Trust Wife as Trustee Wife as Trustee for Children	DOW CHEM CO	DS	Feb/85 Feb/85 Feb/85 Feb/85	1 1 1 1	131		2000 1 2139 1115920 27584
	Keil, Robert M. Savings Plan Wife		DS	Feb/85 Feb/85	1 1	147		243600 16794 2095 13196
DYLEX LIMITED	Coven, Malcolm 527556 Ontario Inc.	DYLEX LTD PART CL A PFD	D	Feb/85	1		36000	120242
	Fish, Abraham 527555 Ontario Inc.		DISI	Feb/85	1		36000	119031
	Jacobson, Russell Adoribel Holdings Limited		DISI	Feb/85	1		25000	80142
ECONOMIC INVESTMENT TRUST LIMITED	Zimmerman, Adam Hartley Merman Holdings Ltd.	ECONOMIC INVT TR LTD	D	Feb/85	1	13		313
EMCO LIMITED	Hackett, Don J.	EMCO LTD	S	Feb/85			1000	1500
EQUITY SILVER MINES LIMITED	Hillhouse, Douglas N.	SECURITIES	S	Feb/85	IR			---

REPORTING ISSUER	INSIDER	SECURITY	REL'N	TRANS DATE	TYPE	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
FALCONBRIDGE LIMITED	Hewitt, Robert	FALCONBRIDGE LTD FLOW THROUGH	D	Jan/85		4		104
FATHOM OCEANOLOGY LIMITED	Macnaughton, John D.	FATHOM OCEANOLOGY LTD	D	Feb/85			1000	---
FEDERAL INDUSTRIES LTD.	MacAulay, John Blair Gaywood Investments Ltd	FEDERAL INDS LTD	D	Feb/85		15		1
				Feb/85	1	200		30692
		FEDERAL INDS LTD CL II PF SR B		Feb/85	1			2200
FIRST CITY MORTGAGE COMPANY	Graham, Robert J.	FIRST CITY MTG CO	D	Feb/85			100	---
	Hammill, Tim D.		D	Feb/85	IR			100
	Harper, Frank L.		D	Feb/85	IR			100
	Lancaster, Gordon W.		D	Feb/85			100	---
FIRST CITY TRUST COMPANY	First City Financial Corporation Ltd.	FIRST CITY TRUST CO	B	Feb/85			100	1473117
	Lancaster, Gordon W.		DS	Feb/85	IR			50
FORD MOTOR COMPANY	Benton, Jr. Philip E.	FORD MOTOR CO	S	Feb/85	X	15685		15685
	Ford, James W.		S	Aug/84	F	803		1023
	Kopka, Donald F.		S	Dec/84	X	6793		9812
				Dec/84	F	3019		
FRANCO-NEVADA MINING CORPORATION LIMITED	Schulich, Seymour	FRANCO NEVADA MNG CORP	DS	Feb/85				300000
	Nevada Capital Corporation Ltd.			Jan/85	1	50000		
	RRSP			Feb/85	1	50000		400000
				Feb/85	1			250000
FRASER INC.	Ritchie, Alfred Alan Stock Purchase Plan	FRASER INC	S	Jan/85		100	100	900
				Jan/85	1			600
FUTURTEK COMMUNICATIONS INC.	Kendall, Gerald R. G. R. Kendall Marketing & Consulting Ltd.	FUTURTEK COMMS INC.	DSB	Feb/85				230733
				Feb/85	1			1789503
GARRISON GOLD INC.	Krehm, William	GARRISON GOLD INC	S	Feb/85	IR			16667
	Smith, John D.		D	Feb/85	IR			16667
GEMINI FOOD CORPORATION	Williamson, L. John Indirect Holdings	GEMINI FOOD CORP	S	Feb/85	1	1000		16837
	Wood, Garth D.		S	Feb/85			1000	4030
GENERAL MOTORS CORPORATION	Ancker-Johnson Betsy Savings Stock Purchase Program	GENERAL MTRS CORP	S	Feb/85	C	649		5665
				Feb/85	1			1025
	Beck, John F. Savings Stock Purchase Program		S	Feb/85	C	354		5004
				Feb/85	1			983
	Brady, Charles J. Savings Stock Purchase Program		S	Feb/85	C	590	971	3262
				Feb/85				618
	Brown, Barton Dividend Reinvestment Plan Savings Stock Purchase Program		S	Feb/85	C	590		4199
				Feb/85	1			115
				Feb/85	1			2651

REPORTING ISSUER	INSIDER	SECURITY	REL'N	TRANS DATE	TYPE	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
GENERAL MOTORS CORPORATION (Continued)	Brown, Barton wife	GENERAL MTRS CORP	S	Feb/85	I			145
	Campbell, David D. Savings Stock Purchase Program		S	Feb/85	C	707		4217
				Feb/85	I			3819
				Feb/85	C	531		5095
	Chapman, Charles Sherman Savings Stock Purchase Program		S	Feb/85	I			3619
				Feb/85	C	1474		14575
				Feb/85	I			3894
	Cunningham, Alexander A. Savings Stock Purchase Program		S	Feb/85	C	684		1944
				Feb/85	I			207
				Feb/85	I			65
	Katko, Charles Savings Stock Purchase Program		S	Feb/85	C	1002		14438
				Feb/85	I			1841
				Feb/85	C	78		78
	Kaye, Diane L. Savings Stock Purchase Program Trustee		S	Feb/85	I			638
				Feb/85	I			37
				Feb/85	M	9947	9947	
	Kehrl, Howard H. Jointly with wife Savings Stock Purchase Program Wife		S	Feb/85	C	1792		3519
				Feb/85	M	9947		29387
				Feb/85	I			11472
	Koci, Ludvik F. Savings Stock Purchase Program		S	Feb/85	G		60	1551
				Feb/85	I	707		2067
				Feb/85	I			825
	Mackinnon, William P. Savings Stock Purchase Program		S	Feb/85	X	1614		7545
				Feb/85	I			857
				Feb/85	C	825		17785
	McPherson, Donald H. Savings Stock Purchase Program		S	Feb/85	I			5370
				Feb/85	C	707		4740
				Feb/85	I			792
	Smith Jr., John F. Savings Stock Purchase Program Smith, Brian F. Smith, Kevin M.		DISI	Feb/85	I			158
				Feb/85	I			156
				Feb/85	C	766		6081
	Thompson, William B. Savings Stock Purchase Program Son		S	Feb/85	I			1502
				Feb/85	I			6
				Feb/85	C	707		1284
	Vaughan, Clifford J. Savings Stock Purchase Program		S	Dec/84	I			663
				Jan/85	C	28		28
				Jan/85	C	884		4596
	Warren, Alfred S., Jr. Dividend Reinvestment Plan	GENERAL MOTORS CORP CLASS E GENERAL MTRS CORP	S	Jan/85	I			12

REPORTING ISSUER	INSIDER	SECURITY	REL'N	TRANS DATE	TYPE	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
GENERAL MOTORS CORPORATION (Continued)	Warren, Alfred S. Jr. Savings Stock Purchase Program Wife	GENERAL MTRS CORP	S	Jan/85 Jan/85	1 1			3704 39
	Waters, James Francis Jr. Savings Stock Purchase Program		S	Feb/85	C	1238		5187
	Whitman, Marina Savings Stock Purchase Program		S	Feb/85	1			3402
				Feb/85	C	766		3679
				Feb/85	1			759
GENSTAR CORPORATION	Bakker, Gerrit T.	GENSTAR CORP	DI	Jan/85				---
GIBALTAR MINES LIMITED	Hillhouse, Douglas N. Triggs, William A.	SECURITIES	S	Feb/85	IR			---
			S	Feb/85	IR			---
GOLDEN SCEPTRE RESOURCES LTD.	Ferderber, Peter	GOLDEN SCEPTRE RES LTD	D	Dec/84	IR			105200
	Sackville, Lionel G. S.	SECURITIES	D	Dec/84				---
GOLIATH GOLD MINES LTD.	Ferderber, Peter	GOLIATH GOLD MINES LTD	D	Dec/84	IR			357850
	Sackville, Lionel G. S.	SECURITIES	D	Dec/84	IR			---
GRANITE CLUB, LIMITED	Kerr, David W	GRANITE CLUB LTD CLASS A GRANITE CLUB LTD CLASS B	D	Jan/85 Jan/85	IR IR			99 1
	Syron, Bernard M.	GRANITE CLUB LTD CLASS A GRANITE CLUB LTD CLASS B	D	Jan/85 Jan/85	IR IR			99 1
GREAT CAMERON LAKE RESOURCES INC.	Lewis, Elliot A.	GREAT CAMERON LAKE RES INC	DS	Mar/85 Mar/85		2000	2000	124267
	Tayok Energy Consultants Limited Tayok Investments Limited			Mar/85	1		3000	33500
				Mar/85	1			325000
GREATER WINNIPEG GAS COMPANY	Northern and Central Gas Corporation Limited	GREATER WINNIPEG GAS CO	B	Feb/85		15		1601079
GREENWICH RESOURCES PLC.	Bate, Christopher M. Bichan, Herbert Roy	SECURITIES	S	Jan/85	IR			---
			DS	Jan/85	IR			---
	Evans, David Stuart	GREENWICH RES PLC	DISI	Feb/85	IR			25000
	Pick, Michael P. Robertson Research Holdings Limited		DISI	Feb/85		2105		2105
	Bassel, John Peter PWSM Investments Ltd.	GUARANTEE CO NORTH AMER	B	Jan/85	IR			50000
	Bassel, Michael T.			Feb/85	M 1	165		57371
GUARDIAN CAPITAL GROUP LIMITED	Bak, John	GUARDIAN CAP GROUP LTD	DISI	Feb/85	M		165	---
	Crighton, Elinor R.		S	Feb/85	IR			1000
	Delaney, Catherine A. RRSP		D	Feb/85		50		60
	Robinson, David A.	SECURITIES	SI	Feb/85	1	4576		4576 1500
				Feb/85	IR			---

REPORTING ISSUER	INSIDER	SECURITY	REL'N	TRANS DATE	TYPE	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
GUARDIAN CAPITAL GROUP LIMITED (Continued)	Rosenfeld, Gurston I.	GUARDIAN CAP GROUP LTD	D	Feb/85		3000	2075	114890
				Feb/85				
GULF CANADA LIMITED	Caldwell, C. Keith Savings Plan	GULF CDA LTD	SI	Feb/85	M	460	460	3524
				Feb/85	M 1			---
	Carlyle, Robert H. Savings Plan		DI	Feb/85	M	592	592	8569
				Feb/85	M 1			---
	DeGrandis, Joseph D. Savings Plan		D	Feb/85	M	513	513	1513
				Feb/85	M 1			---
	Hindson, William J. Savings Plan		SI	Feb/85	M	381	381	1660
				Feb/85	M 1			---
	Motyka, Daniel R. Savings Plan		S	Feb/85	M	473	173	1456
				Feb/85	M 1			---
	Reeves, Kenneth C. Savings Plan		SI	Feb/85	M	442	442	2901
				Feb/85	M 1			---
	Russell, Walter G. Savings Plan		SI	Feb/85	M	341		694
				Feb/85	M 1		1	---
				Feb/86	M 1		342	---
HALEY INDUSTRIES LIMITED	Sello, Allen Ralph Savings Plan		S	Feb/85	M	381	381	751
				Feb/85	M 1			---
	Walker, Elbert E. Savings Plan		S	Feb/85	M	526	526	2727
				Feb/85	M 1			---
	McRae, Ronald Howard R. Howard McRae Holdings Limited RRSP	HALEY INDS LTD	D	Feb/85			2000	302900
				Feb/85	1			8
				Feb/85	1			100
	Hendrix, Dennis R. Trusts	HALLIBURTON CO	DS	Jan/85	X	10000		26500
				Jan/85	1			900
	McCarthy, Leslie C Share Purchase Plan	HAMILTON GROUP LTD CLASS A	S	Feb/85	1		1000	2030
HARRIS STEEL GROUP INC.	Harris, Milton E. Milton Harris Investments Limited RRSP	HARRIS STL GROUP INC CL A	S	Feb/85				79
				Feb/85				
				Feb/85	1		94100	1480540
				Feb/85	1		4700	---
				Mar/85				39
HAYES-DANA INC.	Harris, Milton E. Milton Harris Investments Limited RRSP	HARRIS STL GROUP INC CL B	S	Mar/85				
				Mar/85	1			813570
				Mar/85	1		2500	5251
	Rose, Barrie David Adro Ltd.	HARRIS STL GROUP INC CL A	B	Feb/85			25000	3000
				Feb/85	1			60550
HIGHWOOD RESOURCES LTD.	Neelin, Robert W.	HAYES DANA INC	S	Jan/85		1125	1125	611
				Jan/85				
	Reid, Patricia L.		S	Jan/85		62	30	1780
				Jan/85	G		2	
	Thomas, David Grenville Amended	HIGHWOOD RES LTD	DS	Nov/84		900		54110
				Dec/84		1400		
				Dec/84	M		50000	492510
				Jan/85			6154	486356

REPORTING ISSUER	INSIDER	SECURITY	REL.N.	TRANS DATE	TYPE	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
HIRAM WALKER RESOURCES LTD.	Ferguson, James Peter	HIRAM WALKER RES LTD	SI	Feb/85	X	6000	5500	1578
	Tremain, Edward William		S	Dec/84		320		3575
	D. Tremain			Dec/84	1			41
HOLLINGER ARGUS LIMITED	A. Tremain	HIRAM WALKER RES LTD PFD D 7.5		Dec/84	T 1	1		13
	J. Tremain			Dec/84	T 1	1		11
	Cowan, Charles Gibbs	HOLLINGER ARGUS LTD	DS	Feb/85		1		1
HUMBOLDT ENERGY CORPORATION	Lamond, Robert William	HUMBOLDT ENERGY CORP SUB	B	Feb/85		104500		2524783
	Mary J. Lamond			Feb/85	1			28455
	RRSP			Feb/85	1			50040
HUSKY OIL LTD.	Rubicon Investments Ltd			Feb/85	1			553611
	Bouman, Quiryn C.	HUSKY OIL LTD	SI	Feb/85	X	1600		1600
	Quinn, Peter C.		SI	Feb/85		849		1400
INCO LIMITED	Rasmussen, Lyman M.		D	Feb/85			63000	---
	McDougall, Ian	INCO LTD	DS	Feb/85	X	3000		11077
	Phillips, Donald John	INCO LTD WTS	DS	Feb/85		1000		---
INDAL LIMITED	Muir, Willard Lyle	INDAL LTD	S	Feb/85	X	3000		16
	Selley, P. G.		DS	Feb/85	X	9600		2684
	Peter G. Selley Family Trust, The			Feb/85	1	6000		6000
INNOPAC INC.	Kettewell, R. Warren	INNOPAC INC	DS	Feb/85	IR			323333
	Levine, Michael	INTER PROVINCE DIVERSIFIED	S	Feb/85		1500		4400
	Purser, John R.	SECURITIES	S	Feb/85	IR			---
INTER-PROVINCIAL DIVERSIFIED HOLDINGS LIMITED	Sheridan, John Patrick	INTEX MINING CO LTD	B	Mar/85	IR1			1034417
	New Texmont			Jan/85		1208		1208
	Explorations Ltd.			Feb/85			308	900
INTERNORTH INC.	West, Garry L.	INVERNESS PETE LTD	DI	Feb/85				
	Desmarais, Paul	INVESTORS GROUP LTD	B	Feb/85	1	5		6810535
	Power Financial Corp	INVESTORS GROUP LTD CL A		Feb/85	1	1008		3885069
INVERNESS PETROLEUM LTD.	Power Corp of Canada	INVESTORS GROUP PFD SR 69 5%		Feb/85	1	150		1274169
	Getty, Donald Ross	IPSCO INC	S	Feb/85		14000		5100
	Carlson, Euar Yngue	JANNOCK LTD CL B	DS	Feb/85			2000	20000
JANNOCK LIMITED	Willmot, Donald Gilpin	JANNOCK LTD	D	Feb/85	1	50000		50000
	Kinghaven Farms Limited			Feb/85	1			50000
	Willhaven Limited			Feb/85			2500	700
JOHN LABATT LIMITED	England, J. Herbert	JOHN LABATT LTD	DI	Feb/85	1			224
	RRSP			Feb/85				
	Pollock, John Arthur	JONPOL EXPLS LTD	DSB	Feb/85		30000		187002

REPORTING ISSUER	INSIDER	SECURITY	REL'N	TRANS DATE	TYPE	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
JONPOL EXPLORATIONS LIMITED (Continued)	Pollock, John Arthur Jonpol Investments Ltd.	JONPOL EXPLS LTD	DSB	Feb/85	1			200000
KAM-KOTIA MINES LIMITED	Dickenson Mines Limited	KAM KOTIA MINES LTD	B	Feb/85		40000		3050168
	White, Arthur Walter Brewis & White Limited		D	Feb/85	1		40000	5122 121332
KEG RESTAURANTS LTD.	Hy's of Canada Ltd.	KEG RESTAURANTS LTD CL A NV	B	Nov/84 Dec 84		6400	6100	247153 145268
KING STREET ESTATES - PHASE I LIMITED PARTNERSHIP	King Street Hamilton Hotel Limited Partnership # 2	KING ST ESTATES PHASE I UNIT	B					
LAFARGE CORPORATION	Bonneau, Bernard	LAFARGE CORP CCL EXCH PREF	SI	Dec/84	IR			165
				Jan/85 Jan 85	X	263	160	263
LAILAW TRANSPORTATION LIMITED	Needler, Laurence J. Fairway Heights Investments Ltd.	LAILAW TRANSP LTD 1ST PREF E	DS	Feb/85	1		168003	---
LOKI RESOURCES INC.	De Felice, Joseph	LOKI RESOURCES INC	DSB	Feb/85			10000	177000
LUMONICS INC.	Buchanan, Allan R.	LUMONICS INC	DS	Feb/85			10000	134732
LUXMAR RESOURCES LIMITED	Rapski, John	LUXMAR RES LTD	D	Feb/85			15000	10000
MACLEAN HUNTER LIMITED	Blackburn, Alan Profit Sharing Plan	MACLEAN HUNTER LTD CLASS X	S	Feb/85 Feb/85	1	101	800	13145 766
	Bottling, Harvey Thomas Munro Anniversary Share Plan		S	Dec 84 Dec/84		106		17000 938
	Deacon, Paul Septimus Anniversary Share Plan Deferred Profit Sharing Plan Family		D	Feb/85 Dec 84	T 1	2	2000	156288 69
	Lorimer, Paul D. Deferred Profit Sharing Plan		S	Dec 84 Dec/84	1	105		928 2100
	MacLean Hunter Holdings Limited		B	Feb/85	1	67		800 199
	Osborne, Ronald W. Deferred Profit Sharing Plan		S	Feb/85		31758		7579516
MACMILLAN BLOEDEL LIMITED	Dickinson, John Grant Employee Share Purchase Plan	MACMILLAN BLOEDEL LTD	S	Feb/85	T	2500		28180
	Sr. Mgmt Shr Purchase Plan Stock Option Plan			Dec 84	1	9		221
	Fluessbach, H E. Employee Share Purchase Plan		S	Jan 85 Jan/85	1	36	210	141
	Lauritzen, Eric Employee Share Purchase Plan		S	Jan/85 Jan/85	1	30		740 853
				Jan/85				920
				Jan/85	1	49	700	323
				Jan 85 Jan/85	1			122

REPORTING ISSUER	INSIDER	SECURITY	REL N	TRANS DATE	TYPE	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
MACMILLAN BLOEDEL LIMITED (Continued)	Lauritzen, Eric Sr. Mgmt Shr Purchase Plan Stock Option Plan	MACMILLAN BLOEDEL LTD	S	Jan/85 Jan/85	1 1			649 853
	Legg, Edward Godfrey Employee Share Purchase Plan		S	Jan/85				25
	Sr. Mgmt Shr Purchase Plan Stock Option Plan			Jan/85	1	22		279
	Matthews, Robert Vere Employee Share Purchase Plan			Jan/85	1			740
				Jan/85	1			609
			S	Jan/85 Jan/85	M	390	300	---
				Jan/85	1	48	500	220
			S	Jan/85 Jan/85	M	1500	1500	---
				Jan/85	1	40		
				Jan/85	1	34		
MAGNA INTERNATIONAL INC.	Moonen, Fred Hubert * Employee Share Purchase Plan			Jan/85	1			332
	Sr. Mgmt Shr Purchase Plan Stock Option Plan			Jan/85	T	11	1500	607
	wishart, George Employee Share Purchase Plan		S	Jan/85 Jan/85 Jan/85	T T M	12 6 540	600	609
				Jan/85	1	31	540	---
			S	Jan/85				81
				Jan/85				530
				Jan/85	1	53		1396
				Jan/85	1			930
				Jan/85	1			853
			S	Jan/85	1		4000	15000
MAJESTIC CONTRACTORS LIMITED	Hrga, Richard G. Interconserv Inc	MAGNA INTL INC (DLTD)	S	Jan/85	1			
	Sloan, Robin 363874 Ontario Limited Roban Holdings Limited RRSP	MAGNA INTL INC CLASS A	DS	Jan/85 Jan/85 Jan/85 Feb/85	1 1 1 1		58330 17000 12000 5500	---
				Feb/85		21500	21500	---
			DS	Jan/85 Jan/85	1		54000	40000 339635
			D	Jan/85		5000		150089
			S	Jan/85		2500		28525
			S	Jan/85 Jan/85		2000	700	22500
				Feb/85	IR		8673	159
			DS	Feb/85				4977
MANNVILLE OIL & GAS LTD.	Elenko, E R Roel Investments Ltd.	MANNVILLE OIL & GAS LTD	DS	Feb/85 Feb/85	R			---
				Jan/85				---
				Jan/85				---
				Jan/85				---
				Jan/85				---
				Jan/85				---
				Jan/85				---
				Jan/85				---
				Jan/85				---
				Jan/85				---
MASCOT GOLD MINES LIMITED	Ewanchuk, Henry G. Amended	MASCOT GOLD MINES LTD	D	Jan/85		5000		150089
	Saxton, Paul F. Amended		S	Jan/85		2500		28525
	Tam, Anthony H. Amended		S	Jan/85 Jan/85		2000	700	22500
				Feb/85	IR		8673	159
			DS	Feb/85				4977
MCDONALD'S CORPORATION	Dill, Jr. Carl F. Rensi, Edward H.	MCDONALDS CORP		Feb/85	IR			159
				Feb/85				4977

REPORTING ISSUER	INSIDER	SECURITY	REL'N	TRANS DATE	TYPE	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
MCDONALD'S CORPORATION (Continued)	Yastrow, Shelby	MCDONALDS CORP	S	Feb/85			2000	2576
MDS HEALTH GROUP LIMITED	Rygiel Edward K. * RSP	M D S HEALTH GRP CL B	S	Jan/85 Feb/85	1		1800 9600	25902 ---
MERIDIAN TECHNOLOGIES INC.	Myers, Glenn S. * RRSP Share Purchase Plan	MERIDIAN TECH INC	S	Nov/84 Jan/85 Feb/85 Feb/85 Feb/85			7000 10500 14500	22285 1447 35000
MERLAND EXPLORATIONS LIMITED	Westwood, Bruce Malcolm Westlyn Enterprises Ltd Kerr, David William	MERLAND EXPLS LTD	D	Mar/85	1		10000	50054
MIDCON OIL & GAS LIMITED	Midcon Oil & Gas Limited	MIDCON OIL & GAS LTD	D	Mar/85	IR			2000
MIDLAND DOHERTY FINANCIAL CORPORATION	Streit, Charles William Fabbro, Gerald G.	MIDCON OIL & GAS LTD	D	Feb/85 Feb/85	R	53260	53260	---
	Fritz, J. Kelley	MIDLAND DOHERTY FINL CORP	D	Feb/85			3000	13000
	Kuehling, Hans G.		DS	Feb/85			1000	7400
MIKES SUBMARINES INC.	Reim, William 129647 Canada Inc. 88881 Canada Limited William Reim Management Inc.	MIKES SUBMARINES INC	D	Feb/85 Feb/85 Feb/85	1 1	7300	900	41000
	Sutton Management Limited	MIRCAN IND LTD	B	Feb/85			2000	16000
MIRCAN INDUSTRIES LIMITED	Matthews, Terence H 92455 Canada Ltd. Wife	MITEL CORP	DSB	Feb/85 Feb/85 Feb/85			120000 20000	2354893 6910000 310000 18200
MOLSON COMPANIES LIMITED, THE	Deeks, Harley R.	MOLSON COS CL A	DI	Dec/84		88		453
	Harvie, Donald Southam		D	Jul/84 Oct/84 Jan/85 Feb/85	T T T			279
	Crestview Securities			Jul/84 Oct/84 Jan/85 Feb/85	T T T T		1000	24
	Harvie, Donald Southam Crestview Securities	MOLSON COS CL B	D	Feb/85 Feb/85			5000 3000 5000	3800 1960
	McCammon, Morgan	MOLSON COS CL A	S	Dec/84		50		50
	Nicholson, John J.		DI	Dec/84 Feb/85		158	600	86
	Pemberton, Malcolm W. Cheriton G. Pemberton		DI	Dec/84 Dec/84		208 130		296 298
	Pratt, Christopher C		DI	Dec/84		221		464
	Regimbal, L. J.		S	Dec/84		327		716
	Walker, James E.		DI	Dec/84		275		551

REPORTING ISSUER	INSIDER	SECURITY	REL'N.	TRANS DATE	TYPE	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
MONARCH INVESTMENTS LIMITED	Taylor Woodrow Plc Taylor Woodrow Holdings Ltd.	MONARCH INVTS LTD	B	Feb/85	1	100		1907512
	Mulherin, James Kenneth Conrad	MONENCO LTD CL A	DS	Nov/84 Feb/85	T	875 388		60161
MONENCO LIMITED	Rivington, G. Neville C. 101439 Canada Inc. Spouse		DS	Feb/85 Feb/85	1 T 1	1170 45		2323 3079
	Farley, James Duncan	MOORE CORP LTD	D	Dec/84	T	4		115
MOORE CORPORATION LIMITED	Sinclair, Judson William		S	Jan/85 Feb/85	T X	69 3000		8967
	Hill, Edward D.	MORGAN HYDROCARBONS INC	D	Nov/84	IR			300
MORGAN HYDROCARBONS INC	Hopwood, Terrence Judd		S	Feb/85		92		2064
	Inco Energy Resources Ltd		B	Nov/84	IR			3250000
NATIONAL BANK OF CANADA	McPherson, Neil A.		S	Jan/85		80		1831
	Moran, John J.		D	Jan/85	IR			400
NATIONAL BANK OF CANADA	Belanger, Jean Pierre	NATIONAL BANK OF CANADA	S	Jul/84		419		479
	Brooks, Harvey L.		S	Feb/85			100	507
NATIONAL BANK OF CANADA	Giguere, Roland		D	Nov/84		429		429
	Julien, Yvon		SI	Mar/85	IR			496
NATIONAL BANK OF CANADA	Lavigne, J. Conrad JCL Corporation	NATIONAL BANK OF CANADA PFD	D	Jan/85	1	1000		1000
	Mathieu, Denis	NATIONAL BANK OF CANADA	S	Dec/84 Dec/84		1079	700	1179
NATIONAL BUSINESS SYSTEMS INC.	Mercure, Gilles		DS	Dec/84 Dec/84	T	153 407		3351
	Nest, Norman Gary Van Pathfinder Financial Corporation	NTL BUSINESS SYSTEMS INC	D	Feb/85	1		2000	20000
NATIONAL RESOURCE EXPLORATION PROGRAM - 1980	National Resources Explorations Ltd.	NTL RES PROGRAM 1980 UNITS	B	Oct/84	IR			1036
	National Resources Explorations Ltd.	NTL RES PROGRAM 1981 UNITS	B	Oct/84	IR			443
NATIONAL RESOURCE EXPLORATION PROGRAM - 1982	National Resources Explorations Ltd.	NTL RES PROGRAM 1982 UNITS	B	Oct/84	IR			439
	O'Rourke, O P.	NTL SEA PRODUCTS LTD UNITS	S	Aug/84	IR			2
NATIONAL SEA PRODUCTS LIMITED	Southwood, Geoffrey D.	NTL SEA PRODUCTS CLASS A NTL SEA PRODUCTS 2ND PREF	S	Feb/85 Feb/85	IR IR			1000 5
	Naiman, Adam	NELMA INF INC	S	Feb/85 Feb/85		2000	2000	5315
NELMA INFORMANTION INC	Augdome Corporation Limited	NEW AUGARITA PORCUPINE MINES	B	Dec/84	IR			750000
	Bishop, Percy Wiley		B	Jan/85	M		1425000	146834

REPORTING ISSUER	INSIDER	SECURITY	REL'N	TRANS DATE	TYPE	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
NEW REDWOOD GOLD MINES LIMITED	Ross, George F.	NEW REDWOOD GOLD MINES LTD	S	Feb/85	M	100000		700000
	Ross Resources Group Limited			Feb/85	M 1		600000	---
NEWSCOPE RESOURCES LIMITED	Eskesen, David V.	NEW SCOPE RES LTD	S	Feb/85		400		8900
	Fowler, Peter Leslie	NORANDA INC	S	Jan/85 Jan/85		100	3700	7978
NORCEN ENERGY RESOURCES LIMITED	Buchan, John S. Investment Plan	NORCEN ENERGY RES LTD	DI	Dec/84 Dec/84	1	262		800 852
	Hennebury, Thomas M. Investment Plan		DI	Dec/84	1	143		302
	Hennenfent, William C. Canada Trust RRSP	NORCEN ENERGY RES LTD VTG	S	Jan/85 Jan/85	M 1 M 1	200	326	1626 2
	Hennenfent, William C. Canada Trust RRSP	NORCEN ENERGY RES LTD NON-VTG	S	Jan/85 Jan/85	M 1 M 1	500	500	282 1540 1074 42
	Kilbourne, William T. Savings Plan	NORCEN ENERGY RES LTD VTG	S	Dec/84 Dec/84	1	1		4472 973
	Kilbourne, William T. Savings Plan	NORCEN ENERGY RES LTD NON-VTG	S	Dec/84 Dec/84	1	739		4472 1828
	Kruk, Jerry W. Savings Plan		DI	Dec/84 Dec/84	1	602		1347 1253
	Macdonald, Evelyn Marie	NORCEN ENERGY RES LTD VTG	S	Dec/84 Dec/84		1		529 786
	Palmer, Paul Hartley Greypalm Investments Limited Savings Plan	NORCEN ENERGY RES LTD NON-VTG	S	Dec/84 Dec/84	1	223		2389
	Palmer, Paul Hartley Greypalm Investments Limited Savings Plan	NORCEN ENERGY RES LTD NON-VTG	S	Dec/84 Dec/84	1	1		617 1289
	Petursson, Philip O. Savings Plan	NORCEN ENERGY RES LTD VTG	DI	Dec/84 Dec/84	1	581		2389 617 1964
	Petursson, Philip O. Savings Plan	NORCEN ENERGY RES LTD NON-VTG	DI	Dec/84 Dec/84	1	1		200 481
	Wasenda, Ronald W. Savings and Investment Plan		DI	Dec/84 Dec/84	1	536		200 1106
	Westman, Ronald N. National Victoria and Grey Trust	NORCEN ENERGY RES LTD VTG	S	Dec/84 Dec/84	1	234		492
	Westman, Ronald N. National Victoria and Grey Trust	NORCEN ENERGY RES LTD NON-VTG	S	Dec/84 Dec/84	T 1	8		326 17
	Westman, Ronald N. National Victoria and Grey Trust Savings Plan			Dec/84				325
NORTHERN TELECOM LIMITED	Buechner, Klaus M. Investment Plan	NORTHERN TELECOM LTD	DI	Dec/84	1	229		891
	Champagne, Romeo C. Investment Plan		DI	Dec/84	1	115		183

REPORTING ISSUER	INSIDER	SECURITY	REL'N	TRANS DATE	TYPE	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
NORTHERN TELECOM LIMITED (Continued)	Given, Andrew F. Investment Plan	NORTHERN TELECOM LTD	DI	Dec/84	IR1			40
	Stansby, Anthony G. Dividend Reinvestment and Stock Purchase Plan		DI	Jan/85		200		200
	Investment Plan			Jan/85	1			12
	Spouse			Dec/84	1	357 *		1167
	Tavner, Bruce Henry Dividend Reinvestment and Stock Purchase Plan		S	Jan/85	1			6
				Feb/85	IR			900
	Watkinson, Brian G. Investment Plan		DI	Feb/85	IR1			82
				Dec/84	1	131		443
NORTHFIELD PETROLEUM CORPORATION	Driscoll, John F. J.F. Driscoll Investment Corp.	NORTHFIELD PETL CORP	DSB	Feb/85				1
				Feb/85	1	2650		30983
	Constable, David RRSP	NOVA BEAUCAGE MINES LTD	D	Feb/85	1		20000	16000
	Lemieux, Edmond Arthur Dividend Reinvestment and Share Purchase Plan	NOVA, ALBTA CORP CL A	S	Dec/84				2300
				Dec/84	T 1	5		19
				Dec/84	1			1200
				Dec/84	1	3086		3086
	Molyneux, Richard A.		S	Dec/84		1262		6786
	Richards, Clinton Dale Savings Plan		S	Dec/84	M	2231		11231
				Dec/84	1	610	2231	610
				Dec/84	M 1			
	Blashyn, Andy J. RRSP	OAKWOOD PETES LTD	S	Dec/84			15000	3916
				Dec/84	1		200	200
OAKWOOD PETROLEUMS LTD.	Blashyn, Andy J.		S	Dec/84			14750	1504
	Boyse, Arthur Norman	OAKWOOD PETES LTD CL A	S	Dec/84				
		OAKWOOD PETES LTD	S	Dec/84			15000	3852
		OAKWOOD PETES LTD CL A	S	Dec/84			14750	1301
OCCIDENTAL PETROLEUM CORPORATION	Casriel, Ronald B. Thrift Plan	OCCIDENTAL PETE CORP	S	Feb/85				10650
				Feb/85	1	1430		10304
	Dorgan, J.J. Thrift Plan		S	Feb/85				46826
				Feb/85	1	2251		17798
	Hammer, Armand Thrift Plan		DS	Feb/85				1052594
	Wife			Feb/85	1	7122		60087
				Feb/85	1			8581
	Irani, Ray R. Thrift Plan		S	Dec/84				10326
				Dec/84	1	498		954
	Jenkins, Thomas D. Thrift Plan		S	Feb/85				69786
				Feb/85	1	2055		15189
	Laurance, Dale R. Thrift Plan			Dec/84				2182
				Dec/84	1	134		327
	Leparulo, Angelo Thrift Plan		S	Feb/85				11872
				Feb/85	1	794		3658
	Martin, David R.		S	Dec/84				25609

REPORTING ISSUER	INSIDER	SECURITY	REL'N	TRANS DATE	TYPE	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
OCCIDENTAL PETROLEUM CORPORATION (Continued)	Martin, David R. Thrift Plan	OCCIDENTAL PETE CORP	S	Dec. 84	1	1245		8882
	Merszei, Zoltan Thrift Plan		DS	Dec/84 Dec/84	1	2971		30397 18692
	Tinkler, Jack D Savings Plan		S	Feb/85 Feb/85	X 1	765 746		765 4067
	McLaughlin, Everett * Richard Smith Greenbriar Holdings Limited RESP	OLD CANADA INVT CORP LTD	DB	Feb/85				241830
OMEGA HYDROCARBONS LTD	MacLagan John L. JLM Holdings Ltd.	OMEGA HYDROCARBONS LTD	S	Feb 85 Feb/85	1	10000		10000 3000
	Lamond, Robert William Aurora Humboldt Energy Corporation	ORBIT OIL & GAS LTD	B	Feb/85 Feb/85	1			42271 641522
ORBIT OIL & GAS LTD.	Mary J. Lamond			Feb/85 Feb/85	1 1	6200 963978		3249793 4213771
				Feb/85	1			6243
PARAMOUNT RESOURCES LTD.	Riddell, Clayton Howard Amended	PARAMOUNT RES LTD	B	Jan. 85 Feb 85		2100 3200		67495 70695
	Paramount Oil & Gas Ltd RRSP			Jan/85 Jan/85	1 1	1500		2124000 17500
PARKLAND INDUSTRIES LTD.	Lawrence, Terrance D Associates	PARKLAND INDS LTD	DS	Feb 85 Feb 85	1		1000	115333 200
	Miller, Norman	PARKLAND RES EXPL LTD	D	Feb/85	IR			50000
PATHFINDER FINANCIAL CORPORATION	Gaudet, Venard J.	PATHFINDER FINL CORP OPTIONS	D	Dec 84	IR			88000
	Coleman, George L. wife wife as Custodian	PENNZOIL CO	D	Feb/85 Feb/85 Feb 85	1 1 1		6017	131500 7282 429
PENNZOIL COMPANY	Hazen, Sally S. Stock Plan		S	Feb/85 Feb/85	X 1	500		1426 340
	Howe, Richard J Stock Plan		S	Feb 85 Feb/85	X 1	572		3250 4151
PETROX ENERGY & MINERAL CORPORATION	Kerr, Baine P.		DS	Feb/85	G		920	46240
	Brinkoeter, William R.	SECURITIES	DS	Jan/85	IR			---
PLACER DEVELOPMENT LIMITED	Williams, Victor R.		DS	Jan/85	IR			---
	Hillhouse, Douglas N.	SECURITIES	S	Feb/85	IR			---
PONDER OILS LTD.	Triggs, William A. Stock Purchase Plan	PLACER DEV LTD	S	Feb/85	IR1			251
	Nissen, Eric	PONDER OILS LTD	DS	Feb/85		10800		2593267
POWER CORPORATION OF CANADA	Runciman, Alexander McInnes	POWER CORP 1ST PFD SR A \$2.375	DI	Mar '85	IR			1000
	Cooper, Wilfred J.	SECURITIES	SI	Feb/85	IR			---

REPORTING ISSUER	INSIDER	SECURITY	REL'N	TRANS DATE	TYPE	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
QUAKER OATS COMPANY, THE	Brzezinski, Ronald T.	SECURITIES	S	Feb/85	IR			---
	Callahan, Michael J.	QUAKER OATS CO	S	Feb/85			1400	200
	Mills, Douglas W.		S	Nov/84	V	980		1960
RAM PETROLEUMS LIMITED	Rodriguez, Jose A.		DS	Feb/85			2000	2000
	Barton, Roger RSP	RAM PETE LTD	DS	Feb/85	M	450	450	2186
				Feb/85	M	1		4138
REDFATH INDUSTRIES LIMITED	Opekar, Richard Jan		S	Feb/85		1000		12522
	Booth, Findlay Ronald	REDFATH INDS LTD	S	Mar/85	V	13838		20756
	Employee Stock Purchase Plan							
REICHOLD LIMITED	Swan, A. John Trustee		S	Feb/85	1	942	400	342
	Kennedy, Donald J	REICHOLD LTD	S	Jan/85				---
	Paget, James Robert	RENAISSANCE ENERGY LTD	DS	Feb/85				32029
RENAISSANCE ENERGY LTD.	J.R. Paget Professional Corp. RSP			Feb/85	1	781	781	6928
				Feb/85	1			2255
	Thomson, John A. RSP		S	Feb/85	M	890	890	5448
ROCKWELL INTERNATIONAL CORPORATION				Feb/85	M	1		1723
	Loeser, Edward A.	ROCKWELL INTL CORP	S	Feb/85	X	9600	3974	26319
				Feb/85				
ROXY PETROLEUM LTD.	Walker, Martin D.		DS	Jan/85			7305	38570
				Feb/85	G		275	38295
	Padley, Gordon Barry	ROXY PETE LTD CL B	S	Jan/85	1	1625		100
ROYAL BANK OF CANADA, THE	Saving Plan			Jan/85		500		3077
	Bowbyes, Alan A.	ROYAL BK CDA	S	Mar/85				500
	Cukierman, Samuel G.	ROYAL TRUSTCO LTD CLASS A	S	Mar/85	IR			10000
SANDY CAY RESOURCES INC.	Norwich Investments Ltd.	SANDY CAY RES INC	B	Feb/85		32000	61150	43584
				Feb/85				
	K & L Energy Consultants Limited	SAULT MEADOWS ENERGY CORP	DS	Feb/85		2000		11000
SAULT MEADOWS ENERGY CORPORATION	Lewis, Elliot A. Amended		DS	Jan/85		2000		31810
	Tayok Energy Consultants Limited			Jan/85	1			14000
	Tayok Investments Limited			Jan/85	1			104590
SCOTT PAPER LIMITED	Phillip, John E.	SCOTT PAPER LTD	S	Feb/85			154	200
	1430 Peel Street Investments Ltd.	SECO CEMP LTD PREF SERS C	B					
	1430 Peel Street Enterprises Inc.							
SHADOWFAX RESOURCES LTD.	Lewis, Elliot A.	SHADOWFAX RES LTD	DS	Feb/85	1		757435	757435
				Feb/85			7500	66600
	Rosenberg, Elliott Bruce		DS	Feb/85		3000		39100
	572922 Ontario Ltd.			Mar/85	1	5000		300

REPORTING ISSUER	INSIDER	SECURITY	REL N.	TRANS DATE	TYPE	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
SHARPE ENERGY & RESOURCES LIMITED	Teney, Heber F.	SHARPE ENERGY & RES LTD	D	Feb/85		12000		198000
SIMCOE ERIE INVESTORS LIMITED	Fullerton, William M. in Trust	SIMCOE ERIE INVS LTD	S	Feb/85	1	1100		1100
STANDARD OIL COMPANY (INDIANA)	Fuller, Harry Laurence	STANDARD OIL CO IND	DS	Feb/85 Feb/85 Feb/85	X X G	1692 1580	205	6897
	Redmond, Terence B. By wife as trustee for Children		S	Feb/85	X	2500		24530
				Feb/85	1			5420
STANDARD TRUSTCO LIMITED	McDonald, Russell J.	STANDARD TRUSTCO LTD	D	Feb/85	IR			200
SUMTRA DIVERSIFIED INC.	Sumtra Diversified Inc.	SUMTRA DIVERSIFIED INC		Mar/85 Mar/85	R	100	100	---
SYDNEY DEVELOPMENT CORPORATION	Roberts, Peter W.	SYDNEY DEV CORP	S	Jan/85		3829		10125
TARO INDUSTRIES LIMITED	Chenail, Bernard Mary	TARO IND LTD	S	Nov/84 Nov/84	1	34148		198186 225
TERRA MINES LTD.	Wheeler, Gerald J	SECURITIES	S	Jan/85	IR			---
	Cheesbrough, Peter Hilton RRP	TERRA MINES LTD	DS	Feb/85 Feb/85	M M 1	500	500	4227 552
	Evans, Robert A. Amended Spouse		DS	Jan/85 Feb/85 Jan/85	T T T 1	3856 385	2400	80977 78577 8095
	Shaw, Gordon H.		DS	Feb/85		2000	2000	100887
TEXACO CANADA INC.	Gatenby, William A.	TEXACO CDA INC	D	Jan/85		345		145
	Govier, George Wheeler		D	Mar/85		2000		3000
THIRD CANADIAN GENERAL INVESTMENT TRUST LIMITED	Third Canadian General Investment Trust Limited	THIRD CDN GEN INVT TR LTD		Feb/85		900		81489
TOLKEN RESOURCE CORPORATION	Tokarsky, Jr. John V.	SECURITIES	S	Mar/85	IR			---
TRAPPER RESOURCES LTD.	Agassiz Resources Ltd. Comiesa Corporation	TRAPPER RES LTD	B	Feb/85 Feb/85	1	20000		1154496 219800
TRILLIUM TELEPHONE SYSTEMS INC	Ingram, Derek T. Joint Ownership with Spouse RRP Spouse from Joint Ownership	TRILLIUM TELEPHONE SPECIAL	S	Mar/85 Nov/84	1 1	1000 500	500	1000 500
	Ingram, Derek T.			Feb/85	1			---
		TRILLIUM TELEPHONE OPTIONS TRILLIUM TELEPHONE SPCL OPTS	S	Mar/85 Mar/85		5000 673		5000 673
	Latreille, Michael R.		S	Mar/85 Mar/85	IR IR			5000 667
	Wilker, Paul Stanley wife	TRILLIUM TELEPHONE SPECIAL	S	Jan/85 Feb/85	1	500 5000		5350 5000
	Wilker, Paul Stanley	TRILLIUM TELEPHONE OPTIONS	S	Jan/85		100000		100000
TRILOGY RESOURCES CORPORATION	Copeland, Donald B.	TRILOGY RES CORP	S	Feb/85		5500		42941

REPORTING ISSUER	INSIDER	SECURITY	REL'N	TRANS DATE	TYPE	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
TRILGY RESOURCES CORPORATION (Continued)	Copeland, Donald B. Clear Springs Resources Management Limited	TRILGY RES CORP	S	Feb/85	1		5000	169585
TRIZEC CORPORATION LTD.	Cunningham, William D. Dragon Enterprises Inc.	TRIZEC CORP LTD	DS	Feb/85	1		1400	154854 109716
TRU-WALL GROUP LIMITED	Ursini, Leonard A. Leonard Ursini Investments Limited Ursini Bros. Limited	TRU WALL GROUP LTD	DS	Feb/85				24539
TUDOR ENERGY CORPORATION LTD.	Tudor Energy Corporation Ltd.	TUDOR ENERGY CORP		Feb/85	1	100		61500 89484
				Jan/85		2500		---
				Jan/85	R		2500	---
TWIN RICHFIELD OILS LTD.	Duncan, Stewart L.	TWIN RICHFIELD OILS LTD CL A TWIN RICHFIELD OILS LTD CL B	DS	Feb/85		2000		38350
				Feb/85	G	1000		35750
UNICORP RESOURCES LTD.	Mann, George S. Unicorp Canada Corporation	UNICORP RES LTD PFD CL B	DB	Feb/85				17793
				Feb/85	1	57093		9648620
UNION ENTERPRISES LTD.	Mann, George S. Unicorp Canada Corporation	UNICORP RES LTD CL A	DB	Feb/85				17793
				Feb/85	1	83818		9883115
	Cooper, Wilfred	SECURITIES	SI	Feb/85	IR			---
	GLN Investments Limited	UNION ENTERPRISES LTD	B	Feb/85			6290100	---
UNITED CANSO OIL & GAS LTD.	Mann, George S. Unicorp Canada Corporation	UNITED CANSO OIL & GAS LTD	S	Mar/85	1	5032123		16822381
VAN DERHOUT ASSOCIATES LIMITED	Booher, Rodney D.	VAN DER HOUT ASSOC	DS	Feb/85	IR			1000
WALWYN INC	Busby, Carl Martin	WALWYN INC	DISI	Feb/85		200		39700
	Daniels, Robert Alexander		DISI	Feb/85			1012	59694
	Toffan, John Aven		S	Dec/84			20000	101001
WESTMILLS CANADA INC.	Sutton, Lilian Margaret	WESTMILLS CARPETS LTD	S	Feb/85			3000	12000
WESTMIN RESOURCES LIMITED	Montgomery, Gordon H. Stock Purchase Plan in March 1984	WESTMIN RES LTD	DS	Feb/85			3000	1000
	Watmough, Wayne K. Thrift Plan		S	Feb/85	1			996
				Jan/85	X	3200		50
				Jan/85			3900	249
WORLDWIDE ENERGY CORPORATION	Nelson, Roger L.	WORLDWIDE ENERGY CORP	S	Jan/85		3000		4000
YELLOWKNIFE BEAR RESOURCES INC	Streit, John Douglas	YELLOWKNIFE BEAR RES INC	DS	Feb/85			2000	13069

CHAPTER 8
NOTICES OF EXEMPT FINANCINGS

REPORTS OF TRADES SUBMITTED ON FORM 20
UNDER THE SECURITIES ACT 1980

TRANSACTION DATE	PURCHASER	SECURITY	PRICE (\$)	AMOUNT
Feb. 28, 1985	Art Gallery of Ontario Foundation A	B.T. SPECIAL EQUITY FUND UNITS	97,000	8,891 unit(s)
"	Art Gallery of Ontario Foundation B	"	190,000	17,417 unit(s)
Mar. 01, 1985	Canada Life Assurance Company, The	CANADIAN IMPERIAL BANK OF COMMERCE - EVIDENCE OF INDEBTEDNESS	3,960,982	\$3,960,982
Feb. 28, 1985	Algoma Steel Corporation Limited, The	CANADIAN PACIFIC LIMITED PROMISSORY NOTE	225,000,000	One
Feb. 01, 1985	Canada Permanent Mortgage Corporation	CANADIAN SMALL COMPANY TRUST, THE - UNITS	1,000,000	10,000 share(s)
Sep. 28, 1984	Alfield Industries Inc.	CONTINENTAL RESEARCH & DEVELOPMENT LIMITED COMMON SHARES	25,000	50,000 share(s)
Feb. 21, 1985	CMP 1985 Mineral Partnership and Company, Limited	DOMESTIC MINES LIMITED COMMON SHARES	6,000,000	344,828 share(s)

RESALE OF SECURITIES

FORM - 21

<u>DATE OF RESALE</u>	<u>DATE OF ORIG PURCHASE</u>	<u>SELLER</u>	<u>SECURITY</u>	<u>PRICE (\$)</u>	<u>AMOUNT</u>
Feb. 11, 1985	Sep. 01, 1980	Kay, James F.	ANYOX METALS LIMITED COMMON SHARES	26,603,800	550,500 share(s)
Feb. 15, 1985	May. 11, 1983	Montreal Trust Company of Canada A/C T942460	ARBOR CAPITAL RESOURCES INC. CLASS B SHARES	240,000	30,000 share(s)
Feb. 14, 1985	May. 10, 1983	Montreal Trust Company of Canada A/C T942460	CANADA NORTHWEST ENERGY LIMITED - 8% DEBENTURE	500,000	\$500,000

NOTICE OF INTENTION TO DISTRIBUTE SECURITIES PURSUANT TO SUBSECTION 7 OF SECTION 71

SELLER	SECURITY	AMOUNT
Torchinsky, Benjamin B.	AGRA INDUSTRIES LIMITED - CLASS B SHARES	50,000 share (s)
Pyke, Murray W.	COMAPLEX RESOURCES INTERNATIONAL LTD. COMMON SHARES	20,000 "

CHAPTER 9

TAKE-OVER BIDS, ISSUER BIDS

9.1 TAKE-OVER BIDS, ISSUER BIDS

9.1.1 MANUFACTURERS LIFE INSURANCE COMPANY (THE)

9.1.2 DOMINION LIFE ASSURANCE COMPANY (THE)

9.1.3 132845 CANADA LTD.

9.1.4 PROPETRO CORP.

9.1.5 CHARTER OIL COMPANY LIMITED

9.1.6 ALBANY OIL & GAS LIMITED

9.1.7 PONEY EXPLORATIONS LTD.

9.1.8 EQUUS PETROLEUM CORPORATION

9.1.9 UNICORP CANADA CORPORATION

9.1.10 UNION ENTERPRISES LTD.

9.1.11 CANADIAN ENTERPRISE DEVELOPMENT CORPORATION LIMITED

TAKE-OVER BIDS, ISSUER BIDS

MANUFACTURERS LIFE INSURANCE COMPANY (THE) *
(OFFEROR)

DOMINION LIFE ASSURANCE COMPANY (THE)
(OFFEREE)

VARIATION OF OFFER

132845 CANADA LTD.
(OFFEROR)

PROPETRO CORP.

(OFFEREE)

CHARTER OIL COMPANY LIMITED
(OFFEROR)

ALBANY OIL & GAS LIMITED
(OFFEREE)

PONEY EXPLORATIONS LTD.
(OFFEROR)

EQUUS PETROLEUM CORPORATION
(OFFEREE)

UNICORP CANADA CORPORATION
(OFFEROR)

UNION ENTERPRISES LTD.
(OFFEREE)

NOTICE OF INTENTION - FORM 35

CANADIAN ENTERPRISE DEVELOPMENT CORPORATION LIMITED

* Cash Offer

CHAPTER 10
CONTINUOUS DISCLOSURE FILINGS

Public Documents Filed with the Ontario Securities Commission

ISSUER	TITLE
132845 CANADA LTD.	TAKEOVER/FORM 35
ABITIBI RESOURCES LTD.	IFS 3 MN DE 31 84
ABITIBI-PRICE INC.	PRIVATE PLACEMENTS
ABO OIL CORPORATION	PRESS RELEASE
ABSTAINERS INSURANCE COMPANY	ANNUAL REPORT
ABSTAINERS INSURANCE COMPANY	CERTIF. OF MAILING
ABSTAINERS INSURANCE COMPANY	SHRHLDRS. MTNG. MAT.
ADANAC MINING & EXPLORATION LTD.	ANNUAL REPORT
ADANAC MINING & EXPLORATION LTD.	IFS 3 MN DE 31 84
ADANAC MINING & EXPLORATION LTD.	SHRHLDRS. MTNG. MAT.
AGRA INDUSTRIES LIMITED	PRESS RELEASE
AIGUEBELLE RESOURCES INC.	PRESS RELEASE
ALBANY OIL & GAS LIMITED	T.S.E. MATERIAL
ALBERTA ENERGY COMPANY LTD.	PRESS RELEASE
ALCAN ALUMINIUM LIMITED	ANNUAL REPORT
ALCAN ALUMINIUM LIMITED	PRESS RELEASE
ALCAN ALUMINIUM LIMITED	PRESS RELEASE
ALGONQUIN MERCANTILE CORPORATION	DIVIDEND NOTICE
ALTAMIRA INCOME FUND	APPLICATION
AMERICAN EAGLE PETROLEUMS LIMITED	PRESS RELEASE
AMERICAN EXPRESS COMPANY	RECORD DATE FOR SHAR
AMWAY MUTUAL FUND INC.	ANNUAL REPORT
AMWAY MUTUAL FUND INC.	ISSUE OF SECURITIES
ANDROCK INC.	CERTIF. OF MAILING
ANDROCK INC.	SHRHLDRS. MTNG. MAT.
ARBOR CAPITAL RESOURCES INC.	IFS 3 MN JA 31 85
ARGCEN HOLDINGS INC.	DIVIDEND NOTICE
ASAMERA INC.	PRESS RELEASE
ASSOCIATED PORCUPINE MINES LIMITED	IFS 6 MN DE 31 84
ASSOCIATED PORCUPINE MINES LIMITED	TAKEOVER/FORM 35
ASSOCIATED PORCUPINE MINES LIMITED	T.S.E. MATERIAL
ATLANTIC SHOPPING CENTRES LTD.	IFS 9 MN DE 31 84
ATLAS YELLOWKNIFE RESOURCES LIMITED	PRESS RELEASE
AUGMITTO EXPLORATIONS LIMITED	IFS 9 MN DE 31 84
AUR RESOURCES INC.	ANNUAL REPORT
AUR RESOURCES INC.	IFS 3 MN DE 31 84
AUR RESOURCES INC.	PRESS RELEASE
AURELIAN DEVELOPERS LTD.	IFS 6 MN DE 31 84
AUTOCROWN CORPORATION LIMITED	SIGNED AUDITED STATE
AUTOCROWN CORPORATION LIMITED	SHRHLDRS. MTNG. MAT.
AVCO FINANCIAL SERVICES CANADA LIMITED	ANNUAL REPORT
AVINDA VIDEO INCORPORATED	AUD. ANN. FIN. STMT.
AVINDA VIDEO INCORPORATED	ANNUAL REPORT
AVINDA VIDEO INCORPORATED	FORM 27-MAT. CHANGE
AVINDA VIDEO INCORPORATED	SHRHLDRS. MTNG. MAT.
B.C. SUGAR REFINERY LIMITED	IFS 3 MN DE 31 84
BANISTER CONTINENTAL LTD.	PRESS RELEASE
BANK OF ALBERTA	IFS 3 MN JA 31 85

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Public Documents Filed with the Ontario Securities Commission

ISSUER	TITLE
BANK OF ALBERTA	MINUTES OF ANNUAL AN
BANK OF BRITISH COLUMBIA	PRESS RELEASE
BANK OF BRITISH COLUMBIA	PRESS RELEASE
BANK OF MONTREAL	PRESS RELEASE
BANK OF MONTREAL	PRESS RELEASE
BANK OF NOVA SCOTIA	IFS 3 MN JA 31 85
BANK OF NOVA SCOTIA	MINUTES OF ANNUAL ME
BANK OF NOVA SCOTIA	DIVIDEND NOTICE
BARBECON INC.	T.S.E. MATERIAL
BASIC RESOURCES INTERNATIONAL (BAHAMAS)	APPLICATION
BATTLE ENERGY CORP.	PRESS RELEASE
BEAU CANADA EXPLORATION LTD.	PRESS RELEASE
BEAU CANADA EXPLORATION LTD.	PRESS RELEASE
BELL CANADA	AUD. ANN. FIN. STMT.
BELL CANADA	FORM 28-ANN. FILING
BELL CANADA	PRELIM. PROSPECTUS
BELL CANADA ENTERPRISES INC.	STOCK PURCHASE PLAN
BELL CANADA ENTERPRISES INC.	PRESS RELEASE
BLACKDOME EXPLORATION LTD.	PRESS RELEASE
BOW VALLEY INDUSTRIES LTD.	APPLICATION
BOW VALLEY INDUSTRIES LTD.	RULING/ORDER/REASONS
BOW VALLEY RESOURCE SERVICES LTD.	PRESS RELEASE
BOW VALLEY RESOURCE SERVICES LTD.	APPLICATION
BOW VALLEY RESOURCE SERVICES LTD.	RULING/ORDER/REASONS
BOW VALLEY RESOURCE SERVICES LTD.	PRELIM. PROSPECTUS
BP CANADA INC.	PRESS RELEASE
BRASCADE RESOURCES INC.	PRESS RELEASE
BREAKWATER RESOURCES LTD.	T.S.E. MATERIAL
BRISA INTERNATIONAL S.A.	SIGNED AUDITED FIN.
BRITISH COLUMBIA RESOURCES INVESTMENT	ADVANCE NOTICE OF ME
BRITISH COLUMBIA TELEPHONE COMPANY	ANNUAL REPORT
BRITISH COLUMBIA TELEPHONE COMPANY	SHRHLDRS. MTNG. MAT.
BRITISH COLUMBIA TELEPHONE COMPANY	ANNUAL INFO. FORM
BROWN-MCDADE RESOURCES LIMITED	PRIVATE PLACEMENTS
CABOT TRUST COMPANY	PRIVATE PLACEMENTS
CADILLAC FAIRVIEW CORPORATION LIMITED	PRIVATE PLACEMENTS
CAMINDEX MINES LIMITED	APPLICATION
CAMPBELL RESOURCES INC.	10Q 6 MN DE 31 84
CAMPBELL RESOURCES INC.	PRESS RELEASE
CANABEC EXPLORATIONS LTD.	AUD. ANN. FIN. STMT.
CANABEC EXPLORATIONS LTD.	IFS 3 MN DE 31 84
CANABEC EXPLORATIONS LTD.	FORM 28-ANN. FILING
CANADA DEVELOPMENT CORPORATION	EXEMPT FIN. NOTICE
CANADA NORTHWEST ENERGY LIMITED	IFS 3 MN DE 31 84
CANADA NORTHWEST ENERGY LIMITED	PRESS RELEASE
CANADA TRUSTCO MORTGAGE COMPANY	REMARKS BY EXECUTIVE
CANADIAN COMMERCIAL BANK	PRIVATE PLACEMENTS
CANADIAN GENERAL ELECTRIC COMPANY	PRESS RELEASE

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ISSUER	TITLE
CANADIAN GENERAL INVESTMENTS LIMITED	DIVIDEND NOTICE
CANADIAN GENERAL INVESTMENTS LIMITED	CHANGE DIRECTORS
CANADIAN MANOIR INDUSTRIES LIMITED	PRESS RELEASE
CANADIAN MARCONI COMPANY	IFS 9 MN DE 31 84
CANADIAN MARCONI COMPANY	PRESS RELEASE
CANADIAN OCCIDENTAL PETROLEUM LTD.	T.S.E. MATERIAL
CANADIAN PACIFIC ENTERPRISES LIMITED	PRESS RELEASE
CANADIAN PACIFIC ENTERPRISES LIMITED	PRESS RELEASE
CANADIAN PACIFIC LIMITED	NOTICE OF REDEMPTION
CANADIAN PACIFIC LIMITED	T.S.E. MATERIAL
CANADIAN TIRE CORPORATION LIMITED	RULING/ORDER/REASONS
CANADIAN TIRE CORPORATION LIMITED	PRIVATE PLACEMENTS
CANADIAN TIRE CORPORATION LIMITED	APPLICATION
CANADIAN TIRE CORPORATION LIMITED	APPLICATION
CANALANDS RESOURCES CORPORATION	IFS 6 MN DE 31 84
CANAMAX RESOURCES INC.	ANNUAL REPORT
CANAMAX RESOURCES INC.	PRIVATE PLACEMENTS
CARENA-BANCORP HOLDINGS INC.	IFS 6 MN DE 31 84
CARENA-BANCORP HOLDINGS INC.	PRIVATE PLACEMENTS
CARMA LTD.	PRESS RELEASE
CARRIAGE SMALL BUSINESS VENTURES	IFS 3 MN JA 31 85
CCB REALTY INVESTORS	PRIVATE PLACEMENTS
CCL INDUSTRIES INC.	RULING/ORDER/REASONS
CCL INDUSTRIES INC.	APPLICATION
CCL INDUSTRIES INC.	PRESS RELEASE
CHARRIOT RESOURCES LTD.	RULING/ORDER/REASONS
CHIEFTAIN DEVELOPMENT CO. LTD.	PRESS RELEASE
CHUM LIMITED	PRESS RELEASE
COLUMBIA GAS SYSTEM INC.	FORM 8-K
COMIESA CORPORATION	SHRHLDRS. MTNG. MAT.
COMINCO LTD.	DIVIDEND NOTICE
CONCHO RESOURCES & ENERGY INC.	IFS 9 MN DE 31 84
CONSOLTEX CANADA INC.	INTERIM REPORT - PER
CONTINENTAL BANK MORTGAGE CORPORATION	RULING/ORDER/REASONS
CONTINENTAL BANK OF CANADA	ANNUAL REPORT
CONTINENTAL BANK OF CANADA	IFS 3 MN JA 31 85
CONTINENTAL BANK OF CANADA	PRESS RELEASE
CONTINENTAL BANK OF CANADA	RULING/ORDER/REASONS
CONTINENTAL BANK OF CANADA	MINUTES OF ANNUAL ME
CRESTBROOK FOREST INDUSTRIES LTD.	IFS 12 MN DE 31 84
CRESTBROOK FOREST INDUSTRIES LTD.	DIVIDEND NOTICE
CRESTBROOK FOREST INDUSTRIES LTD.	CERTIF. OF MAILING
CROWNBRIDGE INDUSTRIES INC.	PRESS RELEASE
CROWNX INC.	ANNUAL INFO. FORM
CSA MANAGEMENT LIMITED	IFS 9 MN DE 31 84
CST FOUNDATION	APPLICATION
CST FOUNDATION	PROSPECTUS
CYMBAL EXPLORATIONS INC.	APPLICATION

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ISSUER	TITLE
CZAR RESOURCES LTD.	APPLICATION
DAON CENTRE LIMITED PARTNERSHIP	IFS 6 MN DE 31 84
DAON DEVELOPMENT CORPORATION	PRESS RELEASE
DAVIDSON TISDALE MINES LIMITED	LET. TO SHAREHOLDERS
DAVIS DISTRIBUTING LIMITED	IFS 9 MN DE 29 84
DEJOUR MINES LIMITED	PRESS RELEASE
DELTA BENCO LIMITED	SHRHLDRS. MTNG. MAT.
DENISON MINES LTD.	PRESS RELEASE
DERLAK RED LAKE GOLD MINES, LIMITED	AUD. ANN. FIN. STMT.
DERLAK RED LAKE GOLD MINES, LIMITED	SHRHLDRS. MTNG. MAT.
DOFASCO INC.	EXEMPT FIN. NOTICE
DOME PETROLEUM LIMITED	PRESS RELEASE
DU PONT CANADA INC.	PRESS RELEASE
DUBUISSON EXPLORATIONS LIMITED	CHANGE OF ADDRESS
DUNDEE-PALLISER RESOURCES INC.	APPLICATION
DUOMETAL (1984) INC.	AUD. ANN. FIN. STMT.
DUOMETAL (1984) INC.	INTERIM REPORT AS AT
DUOMETAL (1984) INC.	CHANGE IN YEAR END
DYONIX GREENTREE TECHNOLOGIES INC.	PRIVATE PLACEMENTS
ELECTROHOME LIMITED	PRIVATE PLACEMENTS
EMCO LIMITED	PRESS RELEASE
EMCO LIMITED	PRESS RELEASE
EMERGO INVESTMENTS INC.	RULING/ORDER/REASONS
EMERGO INVESTMENTS INC.	APPLICATION
ENTERAC PROPERTY CORPORATION	PRESS RELEASE
EQUITY SILVER MINES LIMITED	IFS 12 MN DE 31 84
F.U.N. COMMODITIES INCORPORATED	RULING/ORDER/REASONS
FALCONBRIDGE LIMITED	PRESS RELEASE
FATHOM OCEANOLOGY LIMITED	T.S.E. MATERIAL
FATHOM OCEANOLOGY LIMITED	TAKEOVER/FORM 35
FEDERAL INDUSTRIES LTD.	PRESS RELEASE
FEDERAL INDUSTRIES LTD.	PRESS RELEASE
FEDERAL INDUSTRIES LTD.	PRESS RELEASE
FEDERAL PIONEER LIMITED	PRELIMINARY REPORT -
FIRST CITY FINANCIAL CORPORATION LTD.	PRESS RELEASE
FIRST CITY FINANCIAL CORPORATION LTD.	PRESS RELEASE
FIRST CITY PROPERTIES INC.	FORM 8
FIRST CITY TRUST COMPANY	PRESS RELEASE
FIRST CITY TRUST COMPANY	PRESS RELEASE
FIRST DEVONIAN EXPLORATIONS	PRIVATE PLACEMENTS
FIRST SOUTHERN RESOURCE CORP.	IFS 9 MN DE 31 84
FIRST SOUTHERN RESOURCE CORP.	CERTIF. OF MAILING
FIRST TIFFANY RESOURCE CORPORATION	IFS 6 MN DE 31 84
FLANAGAN MCADAM RESOURCES INC.	PRESS RELEASE
FLANAGAN MCADAM RESOURCES INC.	FORM 27-MAT. CHANGE
FLEET AEROSPACE CORPORATION	TAKEOVER/FORM 35
FLINT ROCK MINES LIMITED	PRESS RELEASE
FORD MOTOR COMPANY OF CANADA LTD.	TAKEOVER/FORM 35

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ISSUER	TITLE
FORD MOTOR COMPANY OF CANADA LTD.	PRESS RELEASE
FRANCO-NEVADA MINING CORPORATION LIMITED	IFS 9 MN DE 31 84
FRANCO-NEVADA MINING CORPORATION LIMITED	CERTIF. OF MAILING
FUTURTEK COMMUNICATIONS INC.	PRESS RELEASE
GALACTIC RESOURCES LTD.	PRESS RELEASE
GALTACO INC.	IFS 3 MN DE 31 84
GANDALF TECHNOLOGIES INC.	PRESS RELEASE
GANDALF TECHNOLOGIES INC.	PRESS RELEASE
GAS , THE FRIGHT , COMICS	CHANGE DIRECTORS
GAZ METROPOLITAIN, INC.	PRELIMINARY REPORT -
GAZ METROPOLITAIN, INC.	PRESS RELEASE
GAZ METROPOLITAIN, INC.	FORM 27-MAT. CHANGE
GIBRALTAR MINES LIMITED	AUD. ANN. FIN. STMT.
GIBRALTAR MINES LIMITED	ANNUAL REPORT
GIBRALTAR MINES LIMITED	SHRHLDRS. MTNG. MAT.
GLAMIS GOLD LTD.	PRESS RELEASE
GLE RESOURCES LTD.	FORM 27-MAT. CHANGE
GLENAYRE ELECTRONICS LTD.	PRESS RELEASE
GLOBAL COMMUNICATIONS LIMITED	PRESS RELEASE
GODERICH ELEVATORS LIMITED	IFS 9 MN DE 31 84
GOLDALE INVESTMENTS LIMITED	FORM 27-MAT. CHANGE
GOLDCORP INVESTMENTS LIMITED	ANNUAL REPORT
GOLDCORP INVESTMENTS LIMITED	PRESS RELEASE
GOLDCORP INVESTMENTS LIMITED	PRESS RELEASE
GOLDCORP INVESTMENTS LIMITED	SHRHLDRS. MTNG. MAT.
GOLDEN RULE RESOURCES LTD.	AUD. ANN. FIN. STMT.
GOLDEN RULE RESOURCES LTD.	IFS 3 MN DE 31 84
GOLDLUND MINES LIMITED	PRESS RELEASE
GOODYEAR CANADA INC.	PRESS RELEASE
GOTAAS-LARSEN SHIPPING CORPORATION	PRESS RELEASE
GOWGANDA RESOURCES INC.	MERGER-AMALGAMATION
GOWGANDA RESOURCES INC.	PRESS RELEASE
GOWGANDA RESOURCES INC.	PRESS RELEASE
GOWGANDA RESOURCES INC.	PRESS RELEASE
GOWGANDA RESOURCES INC.	T.S.E. MATERIAL
GRANDMA LEE'S INC.	IFS 6 MN DE 31 84
GRANGES EXPLORATION LTD.	PRESS RELEASE
GRANGES EXPLORATION LTD.	PRESS RELEASE
GREAT PACIFIC INDUSTRIES INC.	PRESS RELEASE
GREENWICH RESOURCES INC.	AUD. ANN. FIN. STMT.
GREENWICH RESOURCES INC.	ANNUAL REPORT
GREY GOOSE CORPORATION LIMITED	TAKEOVER/FORM 35
GROWTH INVESTMENT CORPORATION	T.S.E. MATERIAL
GSW INC.	PRESS RELEASE
GUARANTY TRUST COMPANY OF CANADA	ANNUAL REPORT
HALEY INDUSTRIES LIMITED	IFS 3 MN DE 31 84
HALLIBURTON COMPANY	ADVANCE REPORT - YEA
HALLIBURTON COMPANY	PRESS RELEASE

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ISSUER	TITLE
HAMMERSON CANADA INC.	PRESS RELEASE
HAMMERSON CANADA INC.	PRESS RELEASE
HARRIS STEEL GROUP INC.	PRESS RELEASE
HARRIS STEEL GROUP INC.	PROPOSED STOCK SPLIT
HAYES-DANA INC.	ANNUAL REPORT
HAYES-DANA INC.	SHRHLDRS. MTNG. MAT.
HCI HOLDINGS LTD.	PRESS RELEASE
HEDMAN RESOURCES LIMITED	PRIVATE PLACEMENTS
HIRAM WALKER RESOURCES LTD.	IFS 3 MN DE 31 84
HIRAM WALKER RESOURCES LTD.	CERTIF. OF MAILING
HOG WILD , DIRTY TRICKS , SCANNERS	CHANGE DIRECTORS
HONGKONG BANK OF CANADA	FINANCIAL POSITION -
HUDSON BAY MINING AND SMELTING CO. ,	PRESS RELEASE
HUGHES TOOL COMPANY	PRESS RELEASE
HUMLIN RED LAKE MINES LIMITED	ANNUAL REPORT
HUMLIN RED LAKE MINES LIMITED	IFS 9 MN DE 31 84
HUMLIN RED LAKE MINES LIMITED	SHRHLDRS. MTNG. MAT.
HURONIA TRUST COMPANY	IFS 3 MN JA 31 85
HUSKY OIL LTD.	PRESS RELEASE
I.T.L. INDUSTRIES LIMITED	FORM 27-MAT. CHANGE
IMASCO LIMITED	PRESS RELEASE
IMPERIAL METALS CORPORATION	IFS 9 MN DE 31 84
IMPERIAL METALS CORPORATION	PRESS RELEASE
INCO LIMITED	PRESS RELEASE
INTER-CITY GAS CORPORATION	PRESS RELEASE
INTERFIRST OIL CORPORATION	PRELIM. PROSPECTUS
INTERMETCO LIMITED	ANNUAL REPORT
INTERMETCO LIMITED	SHRHLDRS. MTNG. MAT.
INTERNATIONAL PAPER COMPANY	DIVIDEND NOTICE
INVERNESS PETROLEUM LTD.	PRESS RELEASE
INVERNESS PETROLEUM LTD.	PRESS RELEASE
IPSCO INC.	PRESS RELEASE
IPSCO INC.	PRESS RELEASE
IPSCO INC.	SHARE OPTION PLAN IS
ISLAND TELEPHONE COMPANY LIMITED, THE	ANNUAL REPORT
ISLAND TELEPHONE COMPANY LIMITED, THE	SHRHLDRS. MTNG. MAT.
IVACO INC.	PRELIMINARY REPORT -
IVACO INC.	PRESS RELEASE
IVACO INC.	PRESS RELEASE
JAMIE FRONTIER RESOURCES INC.	PRESS RELEASE
JANNOCK LIMITED	PRESS RELEASE
JOHNSON MATTHEY PUBLIC LIMITED COMPANY	PRESS RELEASE
JOHNSON MATTHEY PUBLIC LIMITED COMPANY	PRESS RELEASE
JONES HEWARD & COMPANY LTD.	APPLICATION
JONES HEWARD AMERICAN FUND LTD.	APPLICATION
KAMSACK RESOURCE EXPLORATIONS LIMITED	CHANGE DIRECTORS
KEEPRITE INC.	PRESS RELEASE
KERR ADDISON MINES LIMITED	PRESS RELEASE

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ISSUER	TITLE
KERR ADDISON MINES LIMITED	PRESS RELEASE
L. A. VARAH LTD.	PRESS RELEASE
L.K. RESOURCES LTD.	IFS 3 MN DE 31 84
LAC MINERALS LTD.	PRESS RELEASE
LAIDLAW TRANSPORTATION LIMITED	T.S.E. MATERIAL
LAWRENCE SQUARE LIMITED	IFS 6 MN JA 31 85
LES MINES D'ARGENT ABCOURT INC.	IFS 3 MN DE 31 84
LOBLAW COMPANIES LIMITED	DIVIDEND NOTICE
LOGISTEC CORPORATION	IFS 3 MN DE 31 84
LOKI RESOURCES INC.	CHANGE DIRECTORS
LONDON LIFE INSURANCE COMPANY	ANNUAL REPORT
LONSDALE APARTMENT PROJECT	IFS 6 MN DE 31 84
LORIE RESOURCES INC.	AUD. ANN. FIN. STMT.
LUXMAR RESOURCES LIMITED	AUD. ANN. FIN. STMT.
LYNDEX EXPLORATIONS LIMITED	AUD. ANN. FIN. STMT.
LYNX-CANADA EXPLORATIONS LTD.	SHRHLDRS. MTNG. MAT.
LYTTON MINERALS LIMITED	PRESS RELEASE
MACKENZIE FINANCIAL CORPORATION	IFS 9 MN DE 31 84
MACLEAN HUNTER LIMITED	EXEMPT FIN. NOTICE
MAGNA INTERNATIONAL INC.	PRIVATE PLACEMENTS
MAGNACON MINES & OILS LIMITED	AUD. ANN. FIN. STMT.
MAPLEX MANAGEMENT & HOLDINGS LIMITED	ANNUAL REPORT
MAPLEX MANAGEMENT & HOLDINGS LIMITED	SHRHLDRS. MTNG. MAT.
MARITIME EQUITY FUND	AUD. ANN. FIN. STMT.
MARITIME TELEGRAPH & TELEPHONE CO. LTD.	ANNUAL REPORT
MARITIME TELEGRAPH & TELEPHONE CO. LTD.	SHRHLDRS. MTNG. MAT.
MARSHALL DRUMMOND MCCALL INC.	PRESS RELEASE
MARSHALL DRUMMOND MCCALL INC.	PRESS RELEASE
MASCOT GOLD MINES LIMITED	LET. TO SHAREHOLDERS
MASCOT GOLD MINES LIMITED	PRESS RELEASE
MASSEY-FERGUSON LIMITED	STOCK OPTION PURCHAS
MASSEY-FERGUSON LIMITED	PRESS RELEASE
MASSEY-FERGUSON LIMITED	PRESS RELEASE
MAYNARD ENERGY INC.	PRESS RELEASE
MERCANTILE BANK OF CANADA, THE	PRESS RELEASE
MERCANTILE BANK OF CANADA, THE	PRESS RELEASE
MERIDIAN TECHNOLOGIES INC.	EXEMPT FIN. NOTICE
MICC INVESTMENTS LIMITED	PRESS RELEASE
MICC INVESTMENTS LIMITED	PRESS RELEASE
MIDDLE RIVER MINES LIMITED	SHRHLDRS. MTNG. MAT.
MIDLAND DOHERTY FINANCIAL CORPORATION	IFS 9 MN DE 31 84
MIKES SUBMARINES INC.	PRESS RELEASE
MILLERS COVE RESOURCES, INC.	PRESS RELEASE
MINERAL RESOURCES INTERNATIONAL LIMITED	IFS 9 MN DE 31 84
MINERAL RESOURCES INTERNATIONAL LIMITED	PRESS RELEASE
MINORCO CANADA LIMITED	CERTIF. OF MAILING
MIRCAN INDUSTRIES LIMITED	PRIVATE PLACEMENTS
MITEL CORPORATION	PRESS RELEASE

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ISSUER	TITLE
MMC VIDEO ONE CANADA LTD.	PRESS RELEASE
MOLSON COMPANIES LTD., THE	EXEMPT FIN. NOTICE
MONARCH INVESTMENTS LIMITED	INTERIM REPORT - YEA
MONENCO LIMITED	APPLICATION
MONETA PORCUPINE RESOURCES LIMITED	T.S.E. MATERIAL
MONK GOLD MINES LIMITED	NAME CHANGE
MORRISON KNUDSEN CORPORATION	APPLICATION
MORRISON PETROLEUMS LIMITED	T.S.E. MATERIAL
MUNICIPAL FINANCIAL CORPORATION	PRESS RELEASE
MUTUAL REAL ESTATE INVESTMENT TRUST	APPLICATION
NABU NETWORK CORPORATION	PRESS RELEASE
NATIONAL BANK OF CANADA	PRESS RELEASE
NATIONAL BANK OF CANADA	DIVIDEND NOTICE
NATIONAL BUSINESS SYSTEMS INC.	PRESS RELEASE
NATIONAL IRON RESOURCES LIMITED	APPLICATION
NATURAL RESOURCES GROWTH FUND LTD.	ANNUAL REPORT
NELMA INFORMATION INC.	IFS 6 MN DE 31 84
NEW BRUNSWICK TELEPHONE COMPANY,	PRESS RELEASE
NEW COLONY ENERGY CORPORATION	ANNUAL REPORT
NEW COLONY ENERGY CORPORATION	IFS 3 MN DE 31 84
NEW COLONY ENERGY CORPORATION	SHRHLDRS. MTNG. MAT.
NORANDA INC.	PRESS RELEASE
NORBEAU MINES INC.	IFS 6 MN DE 31 84
NORCEN ENERGY RESOURCES LIMITED	PRESS RELEASE
NORDAIR LTD.	MERGER-AMALGAMATION
NORDAIR LTD.	SHRHLDRS. MTNG. MAT.
NORTHERN TELECOM LIMITED	PRESS RELEASE
NORTHERN TELECOM LIMITED	PRESS RELEASE
NORTHERN TELECOM LIMITED	PRESS RELEASE
NORTHERN TELECOM LIMITED	PRESS RELEASE
NORTHGATE EXPLORATION LIMITED	ANNUAL INFO. FORM
NORTHLAND BANK	PRESS RELEASE
NORTHLAND BANK	PRESS RELEASE
NORTHLAND BANK	PRESS RELEASE
NORTHLAND BANK	PRESS RELEASE
NORTHLAND BANK	PRELIM. PROSPECTUS
NORTHLAND BANK	PRELIM. PROSPECTUS
NORTHSTAR RESOURCES LTD.	PRIVATE PLACEMENTS
NORTHUMBERLAND MINES LIMITED	T.S.E. MATERIAL
NORTHWEST DRUG COMPANY LIMITED	IFS 9 MN DE 31 84
NORTHWEST DRUG COMPANY LIMITED	T.S.E. MATERIAL
NOTHING PERSONAL	CASH DISTRIBUTION
NOVA SCOTIA SAVINGS & LOAN COMPANY	ANNUAL REPORT
NOVA SCOTIA SAVINGS & LOAN COMPANY	SHRHLDRS. MTNG. MAT.
NOVA SCOTIA SAVINGS & LOAN COMPANY	AMENDMENT TO BY-LAWS
NOVA SCOTIA SAVINGS & LOAN COMPANY	LET. TO SHAREHOLDERS
NOVA SCOTIA SAVINGS & LOAN COMPANY	CHANGE DIRECTORS
NOVA, AN ALBERTA CORPORATION	PRESS RELEASE
NOVA, AN ALBERTA CORPORATION	PRESS RELEASE

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ISSUER	TITLE
NUMAC OIL & GAS LTD.	PRESS RELEASE
O'BRIEN ENERGY & RESOURCES LIMITED	RULING/ORDER/REASONS
O'BRIEN ENERGY & RESOURCES LIMITED	APPLICATION
OAKWOOD PETROLEUMS LTD.	PRESS RELEASE
OAKWOOD PETROLEUMS LTD.	PRESS RELEASE
OAKWOOD PETROLEUMS LTD.	TAKEOVER/FORM 35
OFF YOUR ROCKER	AUD. ANN. FIN. STMT.
OFF YOUR ROCKER	FORM 28-ANN. FILING
PACIFIC TRANS-OCEAN RESOURCES LTD.	IFS 6 MN DE 31 84
PAGEBROOK-HANSAMAST PARTNERSHIP	OFFERING MEMORANDUM
PAGEBROOK-HANSAMAST PARTNERSHIP	PRIVATE PLACEMENTS
PAN AMERICAN ENERGY CORP.	IFS 9 MN DE 31 84
PANCONTINENTAL MINING LIMITED	IFS 3 MN DE 31 84
PANCONTINENTAL OIL LTD.	IFS 6 MN DE 31 84
PARAMET CORPORATION LIMITED	APPLICATION
PARKLAND INDUSTRIES LTD.	T.S.E. MATERIAL
PARKLAND RESOURCE EXPLORATIONS LIMITED	PRIVATE PLACEMENTS
PATON, ANDREW WAYNE	RULING/ORDER/REASONS
PEGASUS GOLD INC.	PRESS RELEASE
PEOPLE'S TELEPHONE COMPANY OF FOREST	SHRHLDRS. MTNG. MAT.
PETRO-CANADA PRODUCTS INC.	APPLICATION
PETROFLO PETROLEUM CORPORATION	IFS 6 MN DE 31 84
PETROLANTIC RESOURCES INC.	DECLARATION RE: SEC.
PHILLIPS CABLES LIMITED	EARNINGS - YEAR END
PINE POINT MINES LIMITED	FORM 27-MAT. CHANGE
PIZZA HOTLINE OF TORONTO INC., THE	RULING/ORDER/REASONS
PIZZA HOTLINE OF TORONTO INC., THE	RULING/ORDER/REASONS
PLEXUS RESOURCES CORPORATION	IFS 6 MN DE 31 84
PLEXUS RESOURCES CORPORATION	PRESS RELEASE
PLEXUS RESOURCES CORPORATION	PRESS RELEASE
PLEXUS RESOURCES CORPORATION	PRESS RELEASE
POMAC MINES LIMITED	IFS 9 MN DE 31 84
PORTFIELD INDUSTRIES INC.	IFS 9 MN DE 31 84
POTASH COMPANY OF AMERICA, INC.	PRESS RELEASE
POTASH COMPANY OF AMERICA, INC.	DIVIDEND NOTICE
PRAIRIE OIL ROYALTIES COMPANY LIMITED	PRESS RELEASE
PRAIRIE OIL ROYALTIES COMPANY LIMITED	PRESS RELEASE
PREMIUM EQUITY CORPORATION	AUD. ANN. FIN. STMT.
PREMIUM EQUITY CORPORATION	SHRHLDRS. MTNG. MAT.
PREMIUM EQUITY CORPORATION	PRESS RELEASE
PREMIUM EQUITY CORPORATION	FORM 27-MAT. CHANGE
PROPETRO CORP.	TAKEOVER/FORM 35
PROVIGO INC.	PRIVATE PLACEMENTS
PUBLIC SERVICE ELECTRIC AND GAS COMPANY	FORM 8-K
QUAKER OATS COMPANY ,THE	10Q 3 MN DE 31 84
QUINTEKO RESOURCES LTD.	IFS 9 MN DE 31 84
R.L. CRAIN INC.	PRESS RELEASE
RAINIER ENERGY RESOURCES INC.	SHRHLDRS. MTNG. MAT.

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ISSUER	TITLE
RANCHMEN'S RESOURCES (1976) LTD.	PRESS RELEASE
RANGER OIL LIMITED	1984 RESULTS - YEAR
RANGER OIL LIMITED	PRESS RELEASE
RAYROCK RESOURCES LIMITED	CHANGE OF ADDRESS
REA GOLD CORPORATION	PRESS RELEASE
REDLAW INDUSTRIES INC.	IFS 3 MN DE 31 84
REDLAW INDUSTRIES INC.	PRESS RELEASE
REDPATH INDUSTRIES LIMITED	LET. TO SHAREHOLDERS
REDRUTH GOLD MINES LIMITED	AUD. ANN. FIN. STMT.
REDRUTH GOLD MINES LIMITED	SHRHLDRS. MTNG. MAT.
REED STENHOUSE COMPANIES LIMITED	IFS 3 MN DE 31 84
REED STENHOUSE COMPANIES LIMITED	CERTIF. OF MAILING
REICHHOLD LIMITED	PRESS RELEASE
REICHHOLD LIMITED	TAKEOVER/FORM 35
RENAISSANCE ENERGY LTD.	T.S.E. MATERIAL
RESOURCE SERVICE GROUP LTD.	PRESS RELEASE
REX SILVER MINES LIMITED	PRESS RELEASE
RIO ALGOM LIMITED	PRESS RELEASE
RODLEN AIRCRAFT INC.	PRIVATE PLACEMENTS
ROYAL TRUSTCO LIMITED	PRESS RELEASE
ROYAL TRUSTCO LIMITED	ANNUAL INFO. FORM
SARLOS & ZUKERMAN FUND, THE	PRIVATE PLACEMENTS
SCARBORO RESOURCES LIMITED	T.S.E. MATERIAL
SCOTT'S HOSPITALITY INC.	PRESS RELEASE
SEAWAY MULTI-CORP. LIMITED	FORM 27-MAT. CHANGE
SED SYSTEMS INC.	APPLICATION
SELKIRK COMMUNICATIONS LIMITED	AUD. ANN. FIN. STMT.
SELKIRK COMMUNICATIONS LIMITED	PRESS RELEASE
SENTRY OIL & GAS CORP.	IFS 6 MN DE 31 84
SHAWNEE PETROLEUMS LIMITED	APPLICATION
SHELTER OIL AND GAS LTD.	IFS 9 MN DE 31 84
SHEPHERD PRODUCTS LIMITED	IFS 6 MN DE 31 84
SHEPHERD PRODUCTS LIMITED	DIVIDEND NOTICE
SILCORP LIMITED	PRESS RELEASE
SOCIETE MINIERE LOUVEM INC., LA	IFS 9 MN DE 31 84
SOMERVILLE BELKIN INDUSTRIES LIMITED	IFS 3 MN DE 31 84
SONOR PETROLEUM CORPORATION	IFS 6 MN DE 31 84
SONOR PETROLEUM CORPORATION	IFS 6 MN DE 31 84
SPAR AEROSPACE LIMITED	PRESS RELEASE
SPOONER MINES AND OILS LIMITED	IFS 6 MN DE 31 84
STANFORD RESOURCES LIMITED	IFS 9 MN DE 31 84
STELCO INC.	PRESS RELEASE
STERLING TRUST CORPORATION	ANNUAL REPORT - YEAR
STRATHEARN HOUSE GROUP LIMITED	FORM 27-MAT. CHANGE
SULPETRO LIMITED	ANNUAL REPORT
SULPETRO LIMITED	PRESS RELEASE
SULPETRO LIMITED	SHRHLDRS. MTNG. MAT.
SUMACH RESOURCES INC.	PRESS RELEASE

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ISSUER	TITLE
TANGLEWOOD CONSOLIDATED RESOURCES INC.	IFS 9 MN DE 31 84
TARO INDUSTRIES LIMITED	IFS 3 MN DE 31 84
TARO INDUSTRIES LIMITED	SHRHLDRS. MTNG. MAT.
TECK CORPORATION	IFS 3 MN DE 31 84
TECK CORPORATION	CERTIF. OF MAILING
TEESHIN RESOURCES LTD.	AUD. ANN. FIN. STMT.
TEESHIN RESOURCES LTD.	IFS 3 MN DE 31 84
TEESHIN RESOURCES LTD.	LET. TO SHAREHOLDERS
TEESHIN RESOURCES LTD.	SHRHLDRS. MTNG. MAT.
TEJAS PETROLEUM RESOURCES LTD.	IFS 6 MN DE 31 84
TELEDYNE CANADA, LIMITED	SHRHLDRS. MTNG. MAT.
TEMBEC INC.	IFS 3 MN DE 31 84
TEMPLETON GROWTH FUND LTD.	AMENDMENT TO PROSPEC
TEXACO CANADA INC.	PRELIMINARY REPORT -
THOMSON NEWSPAPERS LIMITED	PRESS RELEASE
TIBURON PETROLEUM CORPORATION	ANNUAL REPORT
TIBURON PETROLEUM CORPORATION	SHRHLDRS. MTNG. MAT.
TIE/TELECOMMUNICATIONS CANADA LIMITED	PRESS RELEASE
TIVERTON PETROLEUMS LTD.	IFS 9 MN DE 31 84
TIVERTON PETROLEUMS LTD.	PRESS RELEASE
TORONTO-DOMINION BANK	IFS 3 MN JA 31 85
TORSTAR CORPORATION	PRESS RELEASE
TORSTAR CORPORATION	PRESS RELEASE
TRADERS GROUP LIMITED	LET. TO SHAREHOLDERS
TRANS MOUNTAIN PIPE LINE COMPANY LIMITED	DIVIDEND NOTICE
TRANS-CANADA RESOURCES LTD.	PRESS RELEASE
TRANSALTA UTILITIES CORPORATION	PRELIMINARY REPORT -
TRANSALTA UTILITIES CORPORATION	PRESS RELEASE
TRANSALTA UTILITIES CORPORATION	ANNUAL MEETING DATE
TRANSCANADA PIPELINES LIMITED	PRESS RELEASE
TRANSPACIFIC RESOURCES LIMITED	IFS 6 MN DE 31 84
TRANSPACIFIC RESOURCES INC.	PRIVATE PLACEMENTS
TRANSPACIFIC RESOURCES INC.	FORM 27-MAT. CHANGE
TRANSPACIFIC RESOURCES INC.	PRESS RELEASE
TRAPPER RESOURCES LTD.	RULING/ORDER/REASONS
TRAPPER RESOURCES LTD.	APPLICATION
TRI-ARC ENERGY LIMITED	IFS 6 MN DE 31 84
TRI-COAST FINANCIAL CORPORATION	NAME CHANGE
TRICOR HOLDINGS COMPANY INC.	PRELIM. PROSPECTUS
TRIGON TECHNOLOGIES INC.	APPLICATION
TRILON FINANCIAL CORPORATION	EXEMPT FIN. NOTICE
TRILON FINANCIAL CORPORATION	PRESS RELEASE
TRIO-ARCHEAN DEVELOPMENTS INC.	IFS 6 MN DE 31 84
TRIZEC CORPORATION LTD.	EXEMPT FIN. NOTICE
TRIZEC CORPORATION LTD.	PRIVATE PLACEMENTS
TRIZEC CORPORATION LTD.	PROSPECTUS
UAP INC.	IFS 12 MN DE 31 84
ULS CAPITAL CORPORATION	APPLICATION

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ISSUER	TITLE
UNICORP CANADA CORPORATION	PRESS RELEASE
UNION ENTERPRISES LTD.	T.S.E. MATERIAL
UNITED REDFORD RESOURCES INC.	SHRHLDRS. MTNG. MAT.
UNITED WESTBURNE INDUSTRIES LIMITED	IFS 9 MN DE 31 84
UNITED WESTLAND RESOURCES LTD.	ANNUAL REPORT
UNITED WESTLAND RESOURCES LTD.	SHRHLDRS. MTNG. MAT.
UNIVERSITY SCHOLARSHIPS OF CANADA	FORM 28-ANN. FILING
VARENNA HOLDINGS LTD.	PRIVATE PLACEMENTS
VIMY APARTMENTS LIMITED, THE	RULING/ORDER/REASONS
VULCAN INDUSTRIAL PACKAGING LIMITED	SHRHLDRS. MTNG. MAT.
WARNACO OF CANADA LIMITED	TAKEOVER/FORM 35
WARREN EXPLORATIONS LIMITED	SHRHLDRS. MTNG. MAT.
WARREN EXPLORATIONS LIMITED	LET. TO SHAREHOLDERS
WATERFORD HOUSE	RULING/ORDER/REASONS
WEST HILL ENERGY INC.	PRIVATE PLACEMENTS
WESTCOAST TRANSMISSION COMPANY LIMITED	IFS 12 MN DE 31 84
WESTCOAST TRANSMISSION COMPANY LIMITED	PRESS RELEASE
WESTCOAST TRANSMISSION COMPANY LIMITED	PRESS RELEASE
WESTCOAST TRANSMISSION COMPANY LIMITED	PRESS RELEASE
WESTERN & PACIFIC BANK OF CANADA	IFS 3 MN JA 31 85
WESTERN & PACIFIC BANK OF CANADA	SHRHLDRS. MTNG. MAT.
WESTERN TRINITY RESOURCE CORP.	IFS 9 MN NO 30 84
WESTFORT PETROLEUMS LTD.	SHRHLDRS. MTNG. MAT.
WESTMILLS CANADA INC.	PRESS RELEASE
WESTMIN RESOURCES LIMITED	PRELIMINARY RESULTS
WESTMOUNT RESOURCES LTD.	PRESS RELEASE
WESTWATER INDUSTRIES LTD.	IFS 6 MN DE 31 84
WHIM CREEK CONSOLIDATED N.L.	IFS 3 MN DE 31 84
WHONNOCK INDUSTRIES LIMITED	PRESS RELEASE
WINDSOR LEASE INCOME LIMITED PARTNERSHIP	RULING/ORDER/REASONS
WINDSOR LEASE INCOME LIMITED PARTNERSHIP	APPLICATION
WOODWAY RESOURCES LIMITED	CERTIF. OF MAILING
WOODWAY RESOURCES LIMITED	SHRHLDRS. MTNG. MAT.
WORLD'S GREATEST ATHLETES - PART I	AUD. ANN. FIN. STMT.
WORLD'S GREATEST ATHLETES, PART II	AUD. ANN. FIN. STMT.
YELLOWKNIFE BEAR RESOURCES INC.	IFS 6 MN DE 31 84
YORKSHIRE TRUST COMPANY	IFS 6 MN DE 31 84
ZAVITZ TECHNOLOGY INC. (FORMERLY PROMED)	AUD. ANN. FIN. STMT.

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CHAPTER 11

NEW ISSUE AND SECONDARY FINANCING

11.1 PRELIMINARY PROSPECTUSES RECEIVED

11.1.1 TRANS QUEBEC & MARITIMES PIPELINE INC.

March 6, 1985

Trans Quebec & Maritimes

National Issue - Quebec

Offering * % first mortgage bonds Series C at a price of \$ * to yield * %.

Underwriters: Nesbitt Thomson Bongard Ltee
Dominion Securities Pitfield Limited

11.1.2 NIM AND COMPANY, LIMITED PARTNERSHIP - 1985 ET AL

NIM and Company, Ltd.

Partnership - 1985

NIM (Quebec) and Company, Ltd

Partnership - 1985

National Issue - Ontario

Offering 70,000 limited partnership units of (NIM) and 30,000 limited partnership units of (NIM (QUEBEC)) at a price of \$1,000 per unit, with a minimum subscription of 5 units.

Agent: Richardson Greenshields of Canada Limited

11.1.3 MCADAM RESOURCES INC.

March 7, 1985

McAdam Resources Inc

Offering 900,000 common shares at a price of \$1.50 per share.

Secondary Offering of 400,000 shares in the \$1. 50 to \$3. 00 price range.

Underwriter: Marchmont & Mackay Limited

11.1.4 WESTMOUNT TOWERS II INC.

March 8, 1985

Westmount Towers II Inc.

Offering 16 units of 1 common share and 1 class A special share at \$59,900.00 per unit, 85 units of 1 common share and 1 class B special share at \$75,900.00 per unit and 3 units of 1 common share and 1 class C special share at \$89,900.00 per unit.

Distributor: The Issuer.

11.2 PRELIMINARY SIMPLIFIED PROSPECTUS RECEIVED

11.2.1 BULLOCK DIVIDEND FUND

March 6, 1985

Bullock Dividend Fund

Offering Units at their net asset value on a continuous basis.

Distributor: Registered investment dealers and brokers in Ontario

11.3 PRELIMINARY SHORT FORM PROSPECTUS RECEIVED

11.3.1 CANADIAN IMPERIAL BANK OF COMMERCE

March 7, 1985

Canadian Imperial Bank of Commerce

National Issue - Ontario

Offering 7,000,000 common shares and 3,500,000 common share purchase warrants in units, each unit consists of one common share and one-half of a common share purchase warrant at a price of \$31.50 per unit.

Underwriters: Dominion Securities Pitfield Limited
Burns Fry Limited
McLeod Young Weir Limited

11.3.2 DOFASCO INC.

March 13, 1985

Dofasco Inc.

National Issue - Ontario

Offering 10,000,000 shares of \$2.60 convertible Class C preferred shares, Series 1 (cumulative, redeemable and voting) at a price of \$32.50 per share.

Underwriters: Dominion Securities Pitfield Limited
Wood Gundy Inc.
Burns Fry Limited
Richardson Greenshields Of Canada Limited

11.4 FINAL RECEIPT ISSUED - EXCHANGE OFFERING PROSPECTUS

11.4.1 COMPU-HOME SYSTEMS INTERNATIONAL INC.

Compu-Home Systems International Inc.

Final receipt issued March 6, 1985 for an exchange offering prospectus dated March 1, 1985 qualifying for sale 1,000,000 units at \$1.25 per unit to net the company \$1,125,000 after commissions. Each unit consists of one common share and one common share purchase warrant.

Underwriter: Midland Doherty Limited
Promoters: Irwin Singer
Jeffrey A. Goldberg

11.5 FINAL RECEIPT ISSUED - SIMPLIFIED PROSPECTUS

11.5.1 MORGAN MANAGED FUNDS ET AL

Morgan Managed Funds
Morgan Worldwide Fund
Morgan Growth Fund
Morgan Income Fund

A final receipt was issued on March 12, 1985 for a Simplified Prospectus dated February 28, 1985 qualifying for distribution units of Morgan Growth Fund, Morgan Income Fund, and Morgan Worldwide Fund, all at net asset value per unit.

An Annual Information Form, dated February 28, 1985 filed concurrently with the Simplified Prospectus, has been accepted by the Commission.

11.6 FINAL RECEIPT ISSUED - SHORT FORM PROSPECTUS

11.6.1 TRANSALTA UTILITIES CORPORATION

TransAlta Utilities Corporation

A final receipt was issued for a short form prospectus dated March 7, 1985 offering 2,000,000 8.40% First Preferred Shares (redeemable) at \$24.61 per share to net the company \$48,880,000 before deducting the expenses of the issue.

Underwriter: Merrill Lynch Canada Inc.

11.7 RIGHTS OFFERING ACCEPTED

11.7.1 BANK OF MONTREAL

March 6, 1985

Bank of Montreal

Material acceptable to the Commission was filed March 6, 1985 in connection with a shareholder dividend reinvestment and share purchase plan pursuant to sections 34(1)14 and 71(1)h of the Securities Act (Ontario).

11.7.2 PRINCIPAL NEO-TECH INC.

March 12, 1985

Principal Neo-Tech Inc.

Material acceptable to the Commission was file February 21, 1985 pursuant to sections 34(1) (14) and 71(1) (h) of the Securities Act (Ontario).

11.7.3 GEDDES RESOURCES LIMITED

March 13, 1985

Geddes Resources Limited

Material acceptable to the Commission has been received pursuant to sections 34(1) (14) and 71(1) (h) of the Securities Act (Ontario).

11.8 ANNUAL INFORMATION FORMS

11.8.1 IMASCO LIMITED

March 6, 1985

Imasco Limited

The Commission has accepted the first Annual Information Form dated March 1, 1985 filed by Imasco Limited.

11.8.2 THE TORONTO-DOMINION BANK

March 6, 1985

The Toronto-Dominion Bank

An Annual Information form dated March 5, 1985 has been filed by The Toronto-Dominion Bank. This is a refiling.

11.8.3 THE BANK OF NOVA SCOTIA

March 7, 1985

The Bank Of Nova Scotia

An Annual Information form dated February 26, 1985 has been filed by The Bank Of Nova Scotia. This is a refiling.

11.8.4 BRAMALEA LIMITED

March 12, 1985

Bramalea Limited

The Commission has accepted for filing the first Annual Information form dated February 12, 1985 of Bramalea Limited.

11.8.5 ECHO BAY MINES LTD.

March 12, 1985

Echo Bay Mines Ltd.

The Commission has accepted for filing the first Annual Information Form of Echo Bay Mines Ltd. dated March 11, 1985.

11.8.6 MACMILLAN BLOEDEL LIMITED

March 13, 1985

MacMillan Bloedel Limited

An annual information form dated March 8, 1985 has been filed by MacMillan Bloedel Limited. This is a refiling.

CHAPTER 12
REGISTRATIONS

12.1 REGISTRATIONS

12.1.1 SECURITIES

REGISTRATIONS
SECURITIES

EXEMPT PURCHASERS

BGR Precious Metals Inc.
74 Victoria Street,
Suite 300,
Toronto, Ontario.
M5C 2A5.
(effective February 18, 1985)
New Recognition

New Venture Equities Ltd.,
Suite 1201,
2300 Yonge Street,
Toronto, Ontario.
M4P 1E4.
(effective February 25, 1985)
New Recognition

Talcorp Services Limited,
Suite 2200,
Commercial Union Tower,
P. O. Box 351,
Toronto-Dominion Centre,
Toronto, Ontario.
M5K 1K7.
(effective March 6, 1985)
New Recognition

INVESTMENT COUNSEL and as PORTFOLIO MANAGER

Nigel Stephens Counsel Inc.,
Suite 1800,
Commerce Court West,
Toronto, Ontario.
M5L 1B5.
(effective March 8, 1985)
New Registration

MUTUAL FUND DEALER

Tillcan Financial Corporation
Suite 12,
4 Melanie Drive,
Brampton, Ontario.
L6T 4L1.
(effective March 11, 1985)
Change of name from Amican Financial Services Inc.

12.2 TERMINATIONS

12.2.1 SECURITIES

TERMINATIONS
SECURITIES

BROKER and INVESTMENT DEALER

Investcan Securities Limited,
181 University Ave.,
Suite 1212,
Toronto, Ontario.
M5H 3M7.
(effective March 4, 1985)
Lapsed

MUTUAL FUND DEALER

Amican Financial Services Inc.,
Suite 12,
4 Melanie Drive,
Brampton, Ontario.
L6T 4L1.
(effective March 11, 1985)
Change of name to Tillcan Finncial Services Inc.

12.3 TERMINATIONS

12.3.1 COMMODITIES

TERMINATIONS
COMMODITIES

COMMODITY TRADING MANAGER

F.U.N. Commodities Incorporated
R.R. 1,
Essex, Ontario.
N8M 2X5.
(effective February 28, 1985)
Voluntary Surrender

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THERE IS NO MATERIAL FOR THIS CHAPTER
IN THIS ISSUE

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MARCH 22, 1985

VOLUME 8 #12/85

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THE ONTARIO SECURITIES COMMISSION

OSC BULLETIN

VOLUME 8 #12/85

MARCH 22, 1985

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CHAPTER 1
NOTICES/PRESS RELEASES

1.1 NOTICES

1.1.1 OSC POLICY 11.4 ON COMMODITY POOL PROGRAMS

OSC POLICY 11.4 ON COMMODITY POOL PROGRAMS

In OSC Bulletin #40/84, Volume 7, dated October 5, 1984, the Commission published a proposed draft Policy in respect of Commodity Pool Programs with a request for comments. The finalized OSC Policy (the "Policy") as set out in Chapter 5 of this Bulletin replaces former OSC Policy 11.4 entitled "Mutual Funds-Commodity Pools" which was withdrawn by the Commission in January, 1983. Although substantively modelled after the North American Securities Administrators Association, Inc. ("NASAA") "Guidelines for Registration of Commodity Pool Programs" adopted as of September 21, 1983, effective January 1, 1984, the Policy has been modified to reflect Ontario securities legislation and some additional concerns of the Commission.

In response to the above-mentioned "Request for Comments", the Commission received a number of comments which have been carefully reviewed. Many of the suggestions contained in the comments received, together with comments of the Commodity Futures Advisory Board, have been incorporated into the Policy. The Commission received comments from the following:

1. Fogler, Rubinoff (Submitted by Lloyd S.D. Fogler, Q.C.). October 26, 1984
2. Alco Canada Commodities Services Inc. (Submitted by Rami Mayron). November 6, 1984
3. McMaster & Meighen (Submitted by Richard S. Sutin). November 8, 1984
4. Commission des Valeurs Mobilières du Québec (Submitted by Guy Shedleur). November 9, 1984
5. Walwyn Stodgell Cochran Murray Limited (Submitted by Michael St. B. Harrison). November 13, 1984
6. Stikeman, Elliott (Submitted by John M. Stransman). November 16, 1984
7. George Carr. November 16, 1984

8. Osler, Hoskin & Harcourt (Submitted by Richard A. Lococo). December 13, 1984

Xerographic and Microfiche copies of these documents are available from Micromedia Ltd., 144 Front Street West, Toronto, Ontario M5J 2L9, telephone (416) 593-5211.

The Policy on Commodity Pool Programs becomes effective March 25, 1985.

It should be noted that the Policy applies only to Commodity Pool Programs which are offered by way of prospectus, and does not apply to exempt offerings. Further, the Commission anticipates that the Policy will be reconsidered and revised following increased experience in Ontario with publicly offered Commodity Pool Programs.

The Commission wishes to extend its thanks to the Commodity Futures Advisory Board and to all those who filed submissions in response to the Commission's "Request for Comments" of October 5, 1984.

1.1.2 PROMPT OFFERING QUALIFICATION SYSTEM

For the convenience of issuers, we wish to clarify that O.S.C. Policy 5.6 Appendix A requires, unless otherwise indicated, current information to the date of signing the Annual Information Form to be supplied in relation to information requested by this form.

1.2 DRAFT AMENDMENT TO O.S.C. POLICY 5.1

The Commission has approved for publication a Draft Amendment to OSC Policy 5.1 - Prospectuses - General Guidelines, which is published in the Policies section of this Bulletin.

Comments on this draft amendment are invited and will be received by the Commission until Friday, April 26, 1985.

CHAPTER 2

DECISIONS, ORDERS AND RULINGS

2.1 RUPERTSLAND RESOURCES CO. LTD.

IN THE MATTER OF THE SECURITIES ACT,
R.S.O. 1980, CHAPTER 466

AND

IN THE MATTER OF RUPERTSLAND RESOURCES CO. LTD.

ORDER
(Subsection 79(b)(iii))

UPON the application of RUPERTSLAND RESOURCES CO. LTD. (the "Issuer"), a company incorporated under the laws of Alberta, to the Ontario Securities Commission (the "Commission") for an order pursuant to subsection 79(b)(iii) of the Securities Act, R.S.O. 1980, c.466 (the "Act") exempting the issuer from the time requirements contained in sections 77, 76 and 78 of the Act with respect to the annual financial statements for the year ended October 31, 1984 and the interim financial statements for the three month period ended January 31, 1985;

AND UPON being satisfied that to do so would not be prejudicial to the public interest and that there is adequate justification for so doing;

IT IS ORDERED pursuant to subsection 79(b)(iii) of the Act that the Issuer be and hereby is exempted from the time requirements contained in sections 77, 76 and 78 of the Act with respect to the annual financial statements for the year ended October 31, 1984 and interim financial statements for the three month period ended January 31, 1985 provided that the Issuer files pursuant to sections 77 and 76, and sends pursuant to section 78, the annual financial statements for the year ended October 31, 1984 and the interim financial statements for the three month period ended January 31, 1985 on or before April 30, 1985.

March 20th, 1985.

"Charles Salter"

"J. W. Blain"

2.2 CZAR RESOURCES LTD.

IN THE MATTER OF THE SECURITIES ACT,
R.S.O. 1980, CHAPTER 466

AND

IN THE MATTER OF CZAR RESOURCES LTD.

ORDER
(Subsection 79(b)(iii))

UPON the application of CZAR RESOURCES LTD. (the "Issuer"), a company incorporated under the laws of Alberta, to the Ontario Securities Commission (the "Commission") for an order pursuant to subsection 79(b)(iii) of the Securities Act, R.S.O. 1980, c.466 (the "Act") exempting the Issuer from the time requirements contained in sections 77 and 78 of the Act with respect to the annual financial statements for the year ended October 31, 1984;

AND UPON being satisfied that to do so would not be prejudicial to the public interest and that there is adequate justification for so doing;

IT IS ORDERED pursuant to subsection 79(b)(iii) of the Act that the Issuer be and hereby is exempted from the time requirements contained in sections 77 and 78 of the Act with respect to the annual financial statements for the year ended October 31, 1984 provided that the Issuer files pursuant to section 77 and sends pursuant to section 78 annual financial statements for the year ended October 31, 1984 on or before March 31, 1985.

March 20th, 1985.

"Charles Salter"

"J.W. Blain"

2.3 STUART HOUSE CANADA LIMITED

IN THE MATTER OF THE SECURITIES ACT,
R.S.O. 1980, CHAPTER 466

AND

IN THE MATTER OF THE ONTARIO BUSINESS CORPORATIONS ACT,
R.S.O. 1982, C.4

AND

IN THE MATTER OF STUART HOUSE CANADA LIMITED

ORDER

(Securities Act - Section 82 &
Ontario Business Corporations Act - Subsection 1(6))

UPON the application of STUART HOUSE CANADA LIMITED a company incorporated under the laws of Ontario to the Ontario Securities Commission (the "Commission") for an order pursuant to section 82 of the Securities Act, R.S.O. 1980, c.466, (the "Act") and subsection 1(6) of the Ontario Business Corporations Act, R.S.O. 1982, c.4;

AND UPON it being represented that STUART HOUSE CANADA LIMITED now has fewer than fifteen security holders whose latest address as shown on its books is in Ontario;

IT IS ORDERED pursuant to section 82 of the Securities Act, R.S.O. 1980, c.466 that STUART HOUSE CANADA LIMITED be and hereby is deemed to have ceased to be a reporting issuer for the purposes of the Act.

AND IT IS FURTHER ORDERED pursuant to subsection 1(6) of the Ontario Business Corporations Act, R.S.O. 1982, c.4 that STUART HOUSE CANADA LIMITED be and hereby is deemed to have ceased to be offering its securities to the public.

March 21st, 1985.

"Charles Salter"

"J.W. Blain"

2.4 BRITISH AMERICAN BANK NOTE INC.

IN THE MATTER OF THE SECURITIES ACT,
R.S.O. 1980, C.466

AND

IN THE MATTER OF BRITISH AMERICAN BANK NOTE INC.

ORDER
(Section 82)

UPON the application of BRITISH AMERICAN BANK NOTE INC., a company incorporated under the laws of Canada, to the Ontario Securities Commission (the "Commission") for an order pursuant to section 82 of the Securities Act, R.S.O. 1980, c.466 (the "Act");

AND UPON it being represented that BRITISH AMERICAN BANK NOTE INC. now has fewer than fifteen security holders whose latest address as shown on its books is in Ontario;

AND UPON the Commission being satisfied that to grant this order would not be prejudicial to the public interest;

IT IS ORDERED pursuant to section 82 of the Act that BRITISH AMERICAN BANK NOTE INC. be and hereby is deemed to have ceased to be a reporting issuer for the purposes of the Act.

March 21st, 1985.

"Charles Salter"

"J.W. Blain"

2.5 INTERNATIONAL CONTAINER MANAGEMENT (BAHAMAS) LIMITED

Headnote

Section 99(e) - Certain proposed purchases of units in a limited partnership by the promoter of the partnership, which purchases constituted a condition of the offering of the limited partnership units and which were fully disclosed to prospective purchasers and transferees, were exempted from the requirements of Part XIX of the Act.

IN THE MATTER OF THE SECURITIES ACT,
R. S. O. 1980, CHAPTER 466

AND

IN THE MATTER OF INTERNATIONAL CONTAINER
MANAGEMENT (BAHAMAS) LIMITED

ORDER
(Section 99(e))

UPON the application of International Container Management (Bahamas) Limited ("ICMB") to the Ontario Securities Commission (the "Commission") pursuant to section 99(e) of the Securities Act, R. S. O. 1980, c. 466 (the "Act") for an order exempting it from the requirements of Part XIX of the Act with respect to its offer to purchase units of Canadian International Container Fleet Partnership ("CICFP");

AND UPON it being represented to the Commission that:

1. CICFP is a limited partnership formed on February 5, 1985 pursuant to the laws of Ontario to participate in the acquisition and leasing of cargo containers to be used in international trade;
2. ICMB is a company incorporated in the Bahamas to assist investors in participating in the container leasing industry and is the promoter of CICFP;
3. Through its general partner Sovereign Oceanic Containers Limited, CICFP proposes to offer by confidential offering memorandum a minimum of 640 units and a maximum of 2,000 units;
4. The terms of the offering provide that:
 - (a) each unit has a subscription price of \$5,000 (U.S.) and each subscriber must purchase a minimum of 16 units;
 - (b) during the period January 1, 1990 to December 31, 1999, at the request of a limited partner, ICMB may, but is not obligated to, purchase units at a price not to exceed \$4,250 (U.S.) per unit; and
 - (c) pursuant to a Unit Purchase Agreement, on April 1, 2000, ICMB

will purchase and the limited partners of CICFP will be required to sell all outstanding units in CICFP to ICMB for the original issue price of \$5,000 (U.S.) per unit;

(subparagraphs (b) and (c) collectively constituting the "Proposed Purchases").

AND UPON the Commission being satisfied that to do so would not be prejudicial to the public interest;

IT IS ORDERED pursuant to section 99(e) of the Act that ICMB's Proposed Purchases are exempted from the requirements of Part XIX of the Act provided that:

- (1) Concurrently with or prior to the completion of the investment, all initial subscribers shall be provided with an offering memorandum substantially in the form and on the terms set out in the draft offering memorandum dated March 7, 1985 filed with the Commission (the "Offering Memorandum");
- (2) The Proposed Purchases are made in accordance with the terms set out in the Offering Memorandum;
- (3) All transferees of Units will execute a Unit Transfer Agreement substantially in the form and on the terms set out in the draft Unit Transfer Agreement appended as Schedule 2 to the Offering Memorandum; and
- (4) The first trade in any Unit of CICFP, other than a Proposed Purchase, is made in accordance with the provisions of section 71(4) of the Act as if such section were applicable thereto.

March 13, 1985.

"A. T. Holland"

"J. W. Blain"

CHAPTER 3

REASONS: DECISIONS, ORDERS, RULINGS (NIL)

THERE IS NO MATERIAL FOR THIS CHAPTER

IN THIS ISSUE

CHAPTER 4

CEASE TRADING ORDERS - SECTION 123

4.1 TEMPORARY CEASE TRADING ORDERS

4.1.1 NATIONAL IRON RESOURCES LIMITED

NATIONAL IRON RESOURCES LIMITED

Temporary cease trading order issued March 18, 1985, for failure to make statutory filings. Statutory hearing April 1, 1985, at 10:00 a.m.

4.1.2 INFINITUM GROWTH FUND INC.

INFINITUM GROWTH FUND INC.

Temporary cease trading order issued March 15, 1985, for failure to make statutory filings. Statutory hearing March 29, 1985, at 10:00 a.m.

4.2 RESCINDING ORDERS

4.2.1 H.W.I. RESOURCES INC. (H.W.I. INDUSTRIES INC.)

H.W.I. RESOURCES INC. (H.W.I. INDUSTRIES INC.)

The cease trading order dated June 26, 1984, and continued July 10, 1984, was rescinded March 15, 1985. the company being now up to date with its filings.

CHAPTER 5

POLICIES

5.1 POLICY 11.4 - COMMODITY POOL PROGRAM

The following insert is a finalized OSC Policy 11.4 - "Commodity Pool Program", replacing the former OSC Policy 11.4 entitled "Mutual Funds-Commodity Pools".

March 25, 1985

Policy 11.4Commodity Pool ProgramsA. General

The Commission takes the view that a program constituted to invest in commodity futures contracts and related products is essentially highly speculative. The legislation and policies relating to mutual funds apply, subject to this Policy. However, neither a filing pursuant to National Policy Statement No. 36 nor a summary statement filed pursuant to Subsection 62(3) of the Securities Act will be accepted, in view of the extent of the risks inherent in the investment and the educative function of such a prospectus.

Where a Program is established by way of limited partnership rather than a corporation, the Director must be satisfied as to the limited liability of the investors in the jurisdiction of organization of the limited partnership and in all jurisdictions where the limited partnership carries on business. In the absence of satisfactory legal opinions from Ontario counsel as to the limited liability of investors, other assurances such as insurance and indemnities will be required and adequate disclosure provided. Further, where a Program is established by way of limited partnership, the limited partnership agreement must be attached to the prospectus as well as described in the text. Generally, the Commission requires that the rights of limited partners under limited partnership agreements come as close to statutory rights of voting shareholders of a corporation as possible without sacrificing limited liability.

The Policy speaks to the need for dual registration of Dealers and their individual salesmen pursuant to the Securities Act and the Commodity Futures Act. However, the Commission will consider the appropriateness of granting an exemption from these requirements on an ad hoc basis where the particular circumstances so warrant.

March 25, 1985

Promoters of commodity pools based outside Ontario, and in particular outside Canada, should consult the Director in respect of additional concerns peculiar to commodity pools originating out of this jurisdiction.

B. Definitions

As used in this Policy, the following terms shall mean:

1. Adviser

Any person or company who for any consideration engages in the business of advising another, either directly or indirectly, as to the value, purchase, or sale of commodity futures contracts or related products, including commodity futures options, stock index futures contracts or options thereon, options on commodities whether or not exchange-traded, or precious metal certificates, whether or not exchange-traded, or actuals.

2. Capital Contributions

The total investment in a fund by a Participant or by all Participants, as the case may be.

3. Commodity Futures Contract

A contract to make or take delivery of a specified quantity and quality, grade, or size of a commodity during a designated future month at a price agreed upon when the contract is entered into on a commodity futures exchange pursuant to standardized terms and conditions set forth in such exchange's by-laws, rules or regulations, or such a contract calling for cash settlement.

March 25, 1985

4. Commodity Futures Option

A right, acquired for a consideration, to assume a long or short position in relation to a commodity futures contract at a specified price and within a specified period of time and any other option of which the subject is a commodity futures contract.

5. Dealer

A dealer registered under the Securities Act and also registered as a futures commission merchant under the Commodity Futures Act in Ontario.

6. Futures Broker

A person or company which engages in the business of trading in commodity futures contracts or commodity futures options or related products in the capacity of principal or agent, registered as a futures commission merchant in Ontario or having equivalent registration in another jurisdiction.

7. Manager

Any person or company who administers or participates in the administration of the affairs of a Program.

8. Net Assets or Net Asset Value

The total assets, less total liabilities, of the Program determined on the basis of generally accepted accounting principles. Net Assets shall include any unrealized profits or losses on open positions, and any other credit or debit accruing to the Program but unpaid or not received by the Program.

March 25, 1985

9. Net Asset Value Per Unit

The net assets divided by the number of units in the Program outstanding.

10. Net Profits

The sum of (a) the net of any profits and losses realized by all positions closed out during the period, and (b) the net of any unrealized profits and losses on open positions as of the end of the period, minus, (c) the net of any unrealized profits or losses on open positions as of the end of the preceding period, and (d) all expenses incurred or accrued during the period.

Comment: When computing incentive fees under Section II(2) of Part E, Net Profits may include interest earned on funds of the Program, including proceeds of the offering.

11. Organizational and Offering Expenses

All expenses incurred by the Program in connection with and in preparing the Program for a public offering and subsequently offering and distributing its units to the public, including, but not limited to, total underwriting and brokerage discounts and commissions (including the underwriter's legal fees), expenses for printing, engraving, mailing, salaries of employees while engaged in sales activity, charges of transfer agents, registrars, trustees, escrow holders, depositories, experts, expenses of qualification of the sale of its units under provincial laws, including taxes and fees, accountants' and legal fees.

March 25, 1985

12. Participant

The holder of a Program Interest.

13. Program

An entity formed, whether a corporation or a limited partnership, and operated for the purpose of investing in commodity futures contracts and commodity futures options and related products.

14. Program Broker

A Futures Broker that effects trades for the account of a Program.

15. Program Dealer

A Dealer who sells units in the Program on an underwritten or best efforts basis.

16. Program Interest

The units in the Program held by a Participant.

17. Promoter

Any person or company directly or indirectly instrumental in organizing a Program, including a Program Dealer or Futures Broker, who pays any portion of the organizational expenses of the Program, and which may include a Manager or Adviser. Promoter does not include wholly independent third parties such as lawyers, accountants, and underwriters whose only compensation

March 25, 1985

is for professional services rendered in connection with the offering of the units. The term "Promoter" shall be deemed to include its affiliates (as defined in the Securities Act).

18. Related Party

A Related Party where the term is used in respect of a person or company means (a) any person or company directly or indirectly owning, controlling or holding with power to vote 10% or more of the outstanding voting securities of such person or company; or (b) any person or company 10% or more of whose outstanding voting securities are directly or indirectly owned, controlled or held with power to vote, by such person or company; (c) any person or company, directly or indirectly, controlling, controlled by, or under common control of such person or company; (d) any officer, director or partner of such person or company; or (e) if such person or company is an officer, director or partner, any person or company for which such person or company acts in any such capacity.

19. Unit

An interest evidencing an unlimited right to participation in distributions during the life of the Program and on liquidation or winding-up in the Program, having a retractable feature based on the Net Asset Value of the Program.

20. Valuation Date

The date as of which the Net Assets of the Program are determined.

March 25, 1985

21. Valuation Period

A regular period of time between Valuation Dates.

C. Requirements of the Promoter, Manager, Adviser

I Experience

The Managers of a Program and its Adviser must be able to demonstrate sufficient knowledge and experience to carry out the Program policies and objectives and to manage Program operations. Ordinarily a minimum of three years of relevant experience will be deemed sufficient.

II Financial Condition

The financial condition of the Promoters, Manager and Adviser must be commensurate with any financial obligations assumed in the operation of the Program. Evaluation will be made of contingent liabilities to determine the appropriateness of their treatment in the computation of net worth.

III Investment in the Program

The Promoters may make an investment in the Program at the formation of the Program. If the Promoters elect to make such an investment, then it shall be maintained during the existence of the Program. There shall be disclosed in the prospectus whether the Promoters are making such an investment.

The foregoing shall not be taken to prohibit the Promoters from making an investment in the Program subsequent to the formation of the Program.

March 25, 1985

IV Reports

The Program or the Manager shall submit to the Commission any information required to be filed with the Commission, including, but not limited to reports and statements required to be distributed to Participants.

V Tax Ruling or Opinion

A favourable tax ruling from Revenue Canada or an opinion of qualified tax counsel in a form acceptable to the Director concerning the tax status of the Program and the tax consequences to the Participants must be obtained, disclosed in the prospectus, and placed on the public file.

VI Liability and Indemnification

1. A Promoter, Manager or Adviser shall not pass on to the Program any liability imposed on such person or company by law, except that it may be provided that such person or company shall bear no liability to the Program or to any Participant for any loss suffered by the Program which arises out of any action or inaction of such person or company if such course of conduct did not constitute negligence or misconduct of such person or company and if such person or company, in good faith, determined that such course of conduct was in the best interests of the Program.
2. A Promoter, Manager or Adviser may be indemnified by the Program against expenses, including legal fees, judgments and amounts paid in settlement, actually and reasonably incurred by such person or company in connection with the Program, provided such expenses were not the result of negligence or misconduct on the part of the Promoter, Manager or Adviser, as the case may be.

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3. Any exculpation under paragraph 1 or indemnification under paragraph 2 above, unless ordered by a court, shall be made by the Program only as authorized in the specific case and only upon a determination by independent legal counsel in a written opinion that exculpation or indemnification of such person or company is proper in the circumstances because such person or company has met the applicable standard of conduct set forth in paragraph 1 or 2 above.
4. The Program may not incur the cost of that portion of liability insurance which insures a Promoter, Manager or Adviser for any liability as to which such person or company is prohibited from being indemnified under this Section VI.

VII Additional Requirements

A Promoter, Manager, Adviser, Program Dealer and Program Broker must satisfy the Director that it is or will be in compliance with applicable registration requirements under applicable securities and commodity futures legislation.

D. Suitability of the Participant

I Standards to be Imposed

In view of the limited transferability, the relative lack of liquidity, and the high risk of loss of many commodity pool programs, suitability standards related to the risks to be undertaken will be required for the Participants, and must be set forth in both the prospectus and written subscription forms to be executed by each Participant. The prospectus must set forth the investment objectives of the Program, a description of the type of investor who could benefit from the Program and the suitability standards to be applied in marketing the Program.

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II Sale to Appropriate Participants

1. The Program Dealer shall make every reasonable effort to ensure that interests are offered or sold only to potential Participants for whom the investment is appropriate in light of the Program suitability standards set forth in the prospectus as required and each potential Participant's investment objectives and financial situation.
2. The Program Dealer shall determine that:
 - (a) The potential Participant has the capacity of understanding the fundamental aspects of the Program, which capacity may be adduced from the following:
 - (1) nature of employment experience;
 - (2) educational level achieved;
 - (3) access to advice from qualified sources, such as legal, accounting and tax advisory;
 - (4) prior experience with investments of a similar nature.
 - (b) The potential Participant apparently understands the following aspects of the Program being sold:
 - (1) the fundamental risks and possible financial hazards of the investment;
 - (2) the lack of liquidity of the investment;
 - (3) management and control by the Promoters;
 - (4) the tax consequences of the investment.
 - (c) The potential Participant can bear the economic risk of the investment; for purposes of determining the ability to bear the economic risk, unless the Commission approves a lower suitability standard, Participants should have a minimum annual gross income

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of \$30,000 and a net worth of \$30,000, or, in the alternative, a net worth of \$75,000; in high-risk offerings, higher suitability standards may be required.

3. In the case of sales to fiduciary accounts, the suitability standards shall be met by the fiduciary or by the fiduciary account or by a donor who directly or indirectly supplies the funds to purchase the Program Interests.
4. Net worth shall be determined exclusive of home, home furnishings and automobiles.

III Maintenance of Suitability Records

The Program or the Program Dealer shall retain for at least six years all records necessary to substantiate that Program interests were sold only to purchasers for whom such investments were suitable. The Director may require the Program or the Program Dealer to obtain from the potential Participant a letter justifying the suitability of such investment.

IV Minimum Investment

The minimum subscription shall not be less than \$2,000 and shall be paid in cash at the time of purchase. Although assessments may be necessary on improper distributions, dividends and repayments of capital, assessments of any other kind shall be prohibited.

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E. Fees, Compensation and Expenses

I Organizational and Offering Expenses

1. The Promoters shall be responsible for the Organizational and Offering Expenses of the Program subject to recoverability of these Expenses out of up to 15% of the gross proceeds of the Program, provided such Expenses are reasonable and provided further that full disclosure is provided on the face page of the prospectus. There shall be included on the face page of the prospectus an indication that the Capital Contribution of a Participant will be subject to dilution resulting from recovery of the Organizational and Offering Expenses (if applicable).
2. The Program shall not directly or indirectly pay or award any commissions or other compensation to any person or company engaged to sell Program Interests or give investment advice to a potential Participant; provided, however, that this clause shall not prohibit the payment to a Program Dealer or registered representative of normal sales commissions for selling Program Interests, and the payment of compensation to sales agents from a percentage of commodity brokerage commissions (trail commissions).

II Compensation

1. Management Fee

The aggregate annual expenses of every character paid or incurred by the Program, including management and advisory fees based on the Net Assets of the Program but excluding commodity brokerage commissions, incentive fees, legal, audit and extraordinary expenses, calculated at least quarterly on a basis consistently applied, shall be

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reasonable but in no event shall exceed one half of 1% of Net Assets per month (not to exceed 6% annually); provided a Manager shall not receive a management fee if he or it receives any portion of the brokerage commissions. This prohibition may be waived by the Director if the Program can demonstrate adequate safeguards against conflicts of interest.

The Manager shall reimburse the Program quarterly for the amount by which such aggregate monthly expenses exceed the amounts herein provided, up to an amount not exceeding its management and advisory fees for the period for which reimbursement is made, prior to publication of the company's quarterly report and shall promptly notify the Commission if the aggregate expense limitation is exceeded by reason of any extraordinary expenses.

2. Incentive Fees

The Adviser will be entitled to an incentive fee not to exceed 25% (on an annualized basis) of the Net Profits of the Program, calculated not more often than quarterly on the Valuation Date, over the highest previous Net Profits on a previous Valuation Date. For purposes of this calculation, Program losses shall be carried forward but shall not be carried back.

3. Brokerage Commissions

The Program shall seek the best price and services available in its commodity futures brokerage transactions. The Program shall not effect any transactions in Commodity Futures Contracts and/or Commodity Futures Options with any Futures Broker affiliated directly or indirectly with any Promoter or with any Adviser providing the Program with

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research information, recommendations or other services which might be of value to the Program, unless such transactions are effected at competitive rates. If a Promoter or Manager receives any portion of the brokerage commissions from Program operations, the Adviser may not be affiliated with the Promoter or Manager. This prohibition may be waived by the Director if the Program can demonstrate adequate safeguards against conflicts of interest between the Program Broker, the Promoter, the Manager, and the Adviser. The Director may require the Program to file periodic reports concerning all brokerage transactions. A charge for brokerage services of a flat fee of a percentage of the Net Asset Value on a continuing basis will be acceptable.

If the Adviser acts as Adviser to other commodity pools, the prospectus should indicate whether the proposed rates for the fund are higher or lower than other pools which are advised by the Adviser (together with any other information concerning brokerage charges to those other pools which the Program deems relevant).

4. Other Income

- (a) Any interest or other income earned by any portion of the Program assets shall accrue solely to the benefit of the Program.
- (b) A Promoter, Manager or Adviser shall not take any action with respect to the assets or property of the Program which does not benefit the Program. Such a prohibited action, among others, would be the utilization of Program funds as compensating balances for such person or company's own benefit.

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5. Expenses of the Program

All expenses of the Program shall be billed directly to and paid by the Program. Reimbursements to any Promoter shall not be allowed, except for reimbursement of the actual cost of legal and audit services used for or by the Program. Expenses incurred by the Manager in connection with administration of the Program, including but not limited to salaries, rent, travel expenses and such other items generally falling under the category of Manager's overhead, shall not be charged to the Program.

6. Only those items of compensation permitted herein will be allowed. Any variance must be adequately justified to the Director.

F. Continuous Disclosure - Financial Statements

- I The Program will be required pursuant to the Securities Act to comply generally with the continuous disclosure requirements of the Act relating to mutual funds. Since some of these requirements will be inappropriate for the Program an application to the Commission should be filed pursuant to section 79 of the Act at the time of filing a preliminary prospectus for the Program. This application should request an exemption from the continuous disclosure requirements of the Act which are inappropriate for the Program and substituting the financial disclosure set forth in this Part. The applications must be granted and an order issued prior to the final receipt for the prospectus being issued. The prospectus must fully describe the financial reporting that will be required of the Program.

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II The following information shall be filed with the Commission and distributed to Participants:

1. For each month, within 30 days of the date to which it is made up, both for the preceding month and, on a cumulative basis, for the period commencing from the start of the fiscal year of the Program, an Account Statement which shall be presented in the form of a Statement of Income (Loss) and a Statement of Changes in Net Asset Value. The Account Statement must be made up and certified as required by the regulations to the Securities Act and in accordance with generally accepted accounting principles.

(a) The portion of the Account Statement which must be presented in the form of a Statement of Income (Loss) must separately itemize the following information:

- (1) The total amount of realized net gain or loss on positions liquidated during the month or period;
- (2) The change in unrealized net gain or loss on open positions during the month or period;
- (3) The total amount of net gain or loss from all other transactions in which the Program engaged during the month or period, including interest;
- (4) The total amount of all management fees during the month or period;
- (5) The total amount of all advisory fees during the month or period;
- (6) The total amount of all brokerage commissions during the month or period;
- (7) The total amount of other fees for commodity interest and other investment transactions during the month or period;
- (8) The total amount of all other expenses incurred or accrued by the Program during the month or period.

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- (b) The portion of the Account Statement that must be presented in the form of a Statement of Changes in Net Asset Value must separately itemize the following information:
- (1) The Net Asset Value of the Program as the beginning of the month or period;
 - (2) The total amount of additions to the Program, whether by way of new subscriptions or reinvestment of returns on the investments, of the Program, made during the month or period;
 - (3) The total amount of withdrawals from and redemption of units in the Program, whether voluntary or involuntary, for the month or period;
 - (4) The total net income or loss of the Program during the month or period;
 - (5) The Net Asset Value of the Program as of the end of the month or period;
 - (6) (A) The Net Asset Value per unit in the Program as of the end of the month or period; or
(B) The total value of the Participant's Program Interest as of the end of the month or period.
- (c) The Account Statement must also disclose any material business dealings between the Program, the Program's Manager, Adviser, Program Dealer, Program Broker, or the principals thereof that previously have not been disclosed in the Program's prospectus or any amendment thereto, other Account Statements or Annual Reports.
2. Within 140 days after the end of the fiscal year, an Annual Report. The Annual Report must be made up and certified as required by the regulations to the Securities Act and in accordance with generally accepted accounting principles. The Annual Report must contain the following:

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- (a) The Net Asset Value of the Program as of the end of each of the Program's two preceding fiscal years.
- (b) (1) The Net Asset Value per unit outstanding in the Program as of the end of each of the Program's two preceding fiscal years, or
 - (2) The total value of the Participant's Program Interest as of the end of each of the Program's two preceding fiscal years.
- (c) A Statement of Financial Condition as of the close of the Program's fiscal year and preceding fiscal year.
- (d) Statements of Income (Loss), and Changes in Net Assets, for the period that commenced on the date of incorporation or organization and ended as of the close of the first fiscal year or, if the Program has completed a fiscal year, the last fiscal year; and the period covered by the fiscal year next preceding the last fiscal year, if any.
- (e) Appropriate footnote disclosure and such further material information as may be necessary to make the required statements not misleading.

III A Statement of Income (Loss) required by this Part must itemize brokerage commissions, management fees, advisory fees, incentive fees, interest income and expense, total net gain or loss realized on positions closed out, and change in unrealized net gain or loss on open positions during the Program's fiscal year. Gains and losses need not be itemized by commodity or by specific delivery or expiration date.

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- IV For greater certainty, semi-annual financial statements, apart from those referred to in paragraph (a) of Section II will not be required.
- V Where applicable, the Program will provide that all information necessary for the preparation of the Participants' income tax returns will be provided to Participants no later than March 15 of each year.
- VI The Program shall calculate the Net Assets of the Program daily and shall make available, upon the request of a Participant, the Net Asset Value per unit.

G. Rights of Participants

It is not intended for the exercise of the following rights to result in a loss of Participants' limited liability; accordingly, this section of the Policy is qualified by the principle that the specified rights may be exercised unless doing so would jeopardize Participants' limited liability. An Opinion of Counsel satisfactory to the Director will be necessary to establish that the exercise of these rights would result in a loss of Participants' limited liability.

I Meetings

Meetings of the Participants should be held at least annually, and may be called by the board of directors, or the Participants holding more than 10% of the then outstanding units for any matters for which the Participants may vote as set forth in a charter document or by-laws of the Program. Such call for a meeting shall be deemed to have been made upon receipt by the Program of a written request from holders of the requisite percentage of units stating the purpose of the meeting. The Program shall mail within 15 days after receipt of said request,

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written notice to all Participants of the meeting and the purpose of such meeting, which shall be held on a date not less than 30 or more than 60 days after the date of mailing of said notice at a reasonable time and place.

II Voting Rights of Participants

The by-laws of the Program must provide and the prospectus disclose that holders of a majority of the then outstanding units may, without the necessity for concurrence by any Promoter vote to:

1. amend the charter document or by-laws;
2. wind up or dissolve the Program;
3. remove any or all directors and elect a director or directors;
4. cancel any contract for services with a Promoter without penalty upon 60 days written notice;
5. approve the removal or appointment of the Program's auditor; and
6. make a Material Change in the investment objectives or structure of the Program.

III Access to Program Records

1. The Manager shall maintain at the principal office of the Program a list of the names and addresses and the interests owned by all Participants. Such list shall be made available for the review by any Participant or his representative at reasonable times, and upon request, either in person or

by mail the Program shall furnish a copy of such list to any Participant or his representative upon payment of the cost of reproduction and mailing. If the Promoter proposes to oblige Participants to certify that they will not use such list for commercial purposes, then the prospectus must so indicate.

2. The Participants and their representatives shall be permitted access to all records of the Program, after adequate notice, at any reasonable time. The Program shall maintain and preserve such records for a period of not less than six years.

III. Disclosure and Marketing Requirements

I Minimum Program Capital

The minimum amount of the funds to activate a Program shall be \$500,000, after deduction of all front end charges, but including any amounts provided by the Promoters. All funds received prior to activation of the Program must be deposited with an independent custodian, acceptable to the Director, whose name and address shall be disclosed in the prospectus.

II Contents of the Prospectus

1. Face Page

It must be prominently disclosed on the face page:

- (a) that a Participant who invests in the Program must be able and prepared to lose his entire investment;

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- (b) that the investment is highly speculative;
 - (c) that there are substantial management and advisory fees and brokerage commissions payable before a Participant is entitled to a return on his investment;
 - (d) that the Adviser, Manager, Program Dealer or Program Broker are subject to conflicts of interest (if applicable);
 - (e) that the tax consequences to the Program or a Participant are not certain (if applicable);
 - (f) that the Promoters shall be entitled to recover the Organizational and Offering Expenses of the Program out of up to 15% of the gross proceeds of the Program, but such a statement is required only where the Promoters intend to exercise this right of recoverability; and
 - (g) that the Capital Contribution of a Participant will be subject to dilution resulting from recovery of the Organizational and Offering Expenses (if applicable).
2. Conflicts of Interest and Transactions with Affiliate
- (a) Any conflicts of interest between the Program and any Promoter, Manager, Adviser, Program Dealer, Program Broker or any Related Party thereto, must be fully disclosed.

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- (b) Goods and services provided to the Program by a Promoter must be provided at rates and terms at least as favourable as those which may be obtained from third parties in arm's-length negotiations.
- (c) A Promoter shall also be required to disclose the steps that will be taken to alleviate any real or potential conflict of interest.
- (d) If the Program pays higher than competitive commission rates for commodity brokerage transactions, such fact shall be set forth along with a justification.
- (e) Prohibitions

Certain conflicts of interest are presumed to be materially sufficient to render the proposed Program incapable of accomplishing its stated objectives in the best interest of the Participants and shall be controlled as follows:

- (1) No loans may be made by the fund.
- (2) The funds of a Program shall not be commingled with the funds of any other person or company. Funds used to satisfy margin requirements will not be considered commingled.
- (3) No rebates or give ups may be received by a Promoter nor may a Promoter participate in any reciprocal business arrangements which would circumvent these guidelines.

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(4) A Program's charter document shall prohibit the Adviser or any other person acting in such capacity from receiving an advisory fee if he shares or participates, directly or indirectly, in any commodity brokerage commissions generated by the Program. As stated in paragraph 3 of Section E II, this prohibition may be waived by the Director if the Program can demonstrate adequate safeguards against conflicts of interest between the Adviser and Program Broker. The maximum period covered by any contract of the Program with the Adviser, Manager or a Promoter shall not exceed one year. The agreement must be terminable without penalty upon 60 days' written notice by the Program.

5) Any other agreement, arrangement or transactions, proposed or contemplated, may be restricted in the discretion of the Director if it would be considered unfair to the Participants in the Program.

6) All of the foregoing restrictions shall be disclosed in the prospectus and contained in the charter document or by-laws of the Program.

3. Notification

Each Participant shall be notified within seven business days from the date of any decline in the Net Asset Value Per Unit to less than either:

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- (a) 50% of the Net Asset Value Per Unit at the beginning of the year; or
- (b) 50% of the Net Asset Value Per Unit on the last Valuation Date.

Included in the notification shall be a description of the Participant's voting rights pursuant to Section G.II.

4. Material Changes

Any material changes in the Program's basic investment policies or structure shall require the approval of the holders of a majority of the then outstanding units. A material change shall include, specifically, any transfer or withdrawal of the Promoter's interest in the Program.

5. Financial Information Required in Prospectus

The Program shall provide as part of the prospectus, the financial statements required by the Securities Act and Regulation thereunder, and in addition, the Director may, where consistent with the protection of Participants, request additional financial statements of a Manager, Promoter or Adviser, or any affiliate thereof, and require disclosure of such statements where they would be material to a Participant in determining whether he would invest in the Program.

6. Winding Up

Disclosure should be made to potential Participants as to whether the Program will automatically wind up when the Net

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Asset Value Per Unit falls below a certain predetermined level; if so, disclosure must be made in the prospectus as to the level at which this will occur.

7. Investment in the Program

Disclosure must be made in the prospectus whether the Promoters are making an investment in the Program at the formation of the Program.

I. Miscellaneous Provisions

I Redemptions

The Program shall provide for the redemption of Program Interests at least quarterly except that redemption need not be offered until six months after the date on which the final receipt is issued for the prospectus. The Program shall state the Valuation Date in the prospectus. A Participant must notify the fund in writing at least 10 business days prior to the Valuation Date of his wish to redeem his Program Interest. The Program must redeem such Program Interests at the Net Asset Value on the Valuation Date unless the number of redemptions would be detrimental to the tax status of the Program; in which case, the Program shall select by lot so many redemptions as will, in its judgement, not impair the Program's status. Participants shall be notified in writing within 10 business days after the Valuation Date whether or not their Program Interests have been redeemed. Payment for the redeemed Program Interests shall be made within 30 days after the Valuation Date. The Program may provide that redemptions may be temporarily suspended if, in the Program's judgement and with the consent of the Director, additional redemptions would impair the ability of the Program to meet its objectives.

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II Dealers and Salesmen

1. The prospectus must be executed by a Dealer who has entered into a contractual arrangement with the Program to distribute units in the Program to the public. Registration sought by a Program or a Promoter for the sole purpose of distributing units in the Program will not normally be granted.
2. Individual salesmen must have registration under both the Securities Act and the Commodity Futures Act.

III Track Records

The prospectus must include the track records of the Adviser and/or the Manager in respect of other publicly offered commodity pool programs in respect of which the Adviser or Manager, as the case may be, has acted in that capacity during the previous three years, together with appropriate cautions to the effect that similar performances cannot be assured. Where appropriate, the Director may waive this requirement.

5.2 DRAFT AMENDMENT TO O.S.C. POLICY 5.1

DRAFT AMENDMENT TO O.S.C. POLICY 5.1
PROSPECTUSES - GENERAL GUIDELINES19. Deposit-Taking Issuers

Where a deposit-taking issuer proposes to offer securities via a prospectus, the prospectus shall include disclosure as specified herein in addition to that required by the Act and Regulation.

a) Real Estate

The issuer shall disclose that market or appraisal values of real property held for its own use, including real estate related to its branch network, are not available, or disclose current appraisals, noting that values are recorded at cost in the financial statements of the issuer.

b) Government Securities

The market value of all government securities held by the issuer as at the date of its most recent fiscal year-end shall be disclosed in the financial statements or in the body of the prospectus.

c) Foreign Loans

Issuers shall name all foreign countries in which earning assets (including loans, deposits with other banks and securities) as at the issuer's most recent fiscal year-end exceeded 1% of the total loans (including deposits with other banks) of the issuer, and the value of earning assets therein.

d) Non-Performing Loans

Issuers shall disclose the aggregate amount of non-performing loans outstanding as at the issuer's most recent fiscal year-end together with the percentage such amount is of total loans outstanding and of the aggregate paid-in capital, contributed surplus and retained earnings of the issuer. The number of borrowers with non-performing loans outstanding and the largest amount outstanding to a single borrower in this category shall also be disclosed. Non-performing loans shall have the meaning attributed thereto in the Non-Performing Loan Paper: Disclosure Guidelines for Canadian Chartered Banks, published by the Office of the Inspector General of Banks on June 18, 1984.

e) Loans Exceeding 25% of Capital

Issuers shall disclose the number of borrowers to whom outstanding loans exceed 25% of the aggregate paid-in capital, contributed surplus and retained earnings of the issuer as at its most recent fiscal year-end together with the number of borrowers in this category, if any, to whom such outstanding loans are in the non-performing category.

f) Clearance by the Inspector General of Banks

In respect of a prospectus filed by a chartered bank, confirmation of the Inspector General of Banks that a receipt for a prospectus has been issued by, or in the case of a short form prospectus, a prospectus has been filed with the Inspector General is required prior to issuance of a final receipt.

g) Taxable-Equivalent Adjustments

Pending completion of ongoing discussions regarding the use of taxable-equivalent adjustments, issuers are referred to the Commission notice published in Volume 6, OSCB No. 15/83 at page 1578 (June 17, 1983).

Those issuers which qualify under the Prompt Offering Qualification System and who intend to issue securities pursuant to a short form prospectus may satisfy the disclosure requirements by disclosure in their annual information form.

CHAPTER 6
REQUESTS FOR COMMENTS

6.1 DRAFT AMENDMENT TO O.S.C. POLICY 5.1

The Commission is interested in receiving comments on the Draft Section 19 of OSC Policy Statement 5.1 - Prospectuses - General Guidelines. All comments are welcome and 10 copies of same should be forwarded for receipt by the Commission on or before Friday, April 26, 1985.

Julie-Luce B. Farrell
The Secretary
Ontario Securities Commission
Suite 1800
20 Queen Street West
Toronto, Ontario
M5H 3S8

CHAPTER 7
INSIDER TRADING REPORTS

EXPLANATORY NOTES

Information contained in this section has been summarized from insider reports filed with the Commission.

The name of the issuer is followed by a brief description of the class of security, the name of the person or company reporting and his or its relationship to the issuer. If a person has an indirect interest in the securities reported, e.g., through holding companies, affiliate companies, partnerships, trusts or other entities, this is shown. Symbols are used in the column "Transaction and Ownership Symbol" to indicate the nature of ownership i.e., direct or indirect. Similarly, the character of transactions is indicated provided the transactions are other than a purchase or sale. (See guide to symbols below):

GUIDE TO SYMBOLS

RELATIONSHIP	(appearing after the name reported)
"B"	- Beneficial Owner (direct or indirect) of equity shares of a reporting issuer carrying more than 10% of the voting rights attached to all equity shares of the reporting issuer outstanding.
"D"	- Director of principal reporting issuer.
"DI"	- Director of an issuer or a reporting issuer which is an insider or subsidiary of the principal reporting issuer.
"K"	- Exercises control or direction (direct or indirect) of equity shares of a reporting issuer carrying more than 10% of the voting rights attached to all equity shares of the reporting issuer.
"S"	- Senior Officer of principal reporting issuer.
"SI"	- Senior Officer of an issuer or a reporting issuer which is an insider or subsidiary of the principal reporting issuer.

NATURE OF OWNERSHIP

- No Symbol - Securities are beneficially owned directly.
- Symbol #1 - The reporting person or company beneficially owns and/or has control or direction over securities which are held by a company, associate, partnership, trust or other entity.

CHARACTER OF TRANSACTION

- | | | | |
|-----------|----------------------------|-----|------------------------------|
| No Symbol | - purchase or sale | "M" | - internal |
| "A" | - bequest or inheritance | "Q" | - qualifying shares |
| "C" | - compensation | "R" | - redeemed (called, matured) |
| "E" | - exchange or conversion | "T" | - stock dividend |
| "F" | - exercise of rights, etc. | "V" | - stock split |
| "G" | - gift | "X" | - exercise of option |
| "IR" | - initial report | "Z" | - distribution |

*Returned for reconciliation purposes.

REPORTING ISSUER	INSIDER	SECURITY	REL N	TRANS DATE	TYPE	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
ABATERRA ENERGY LTD.	McCaffrey, John B.	ABATERRA ENERGY LTD	D	Jan/85			4725	
				Feb/85		1875		
ABITIBI-PRICE INC.	Davis, John G.	ABITIBI PRICE INC	S	Feb/85	X	25000	47069	279502
				Feb/85				
AGRA INDUSTRIES LIMITED	Dittmer, Robert G. Kool Beverages Ltd.	AGRA INDS LTD CLASS A	S	Feb/85			8500	16500
				Feb/85			500	3100
				Feb/85	1			1500
	Dittmer, Robert G.	AGRA INDS LTD. CLASS B	S	Feb/85			1000	4200
	McCarthy, Dennis F. Marden Management Ltd.	AGRA INDS LTD CLASS A	DS	Feb/85	X	500		43700
				Feb/85	1			20000
	McCarthy, Dennis F. Marden Management Ltd.	AGRA INDS LTD. CLASS B	DS	Feb/85		500		18700
				Feb/85	1			20000
	McLellan, Angus Thomas McLellan Management Ltd Mukuluk Beverages Ltd. RRSP	AGRA INDS LTD CLASS A	DS	Feb/85			1000	15500
				Feb/85	1			28150
				Feb/85	1			4500
				Feb/85	1			1850
ALCAN ALUMINUM LIMITED	McLellan, Angus Thomas McLellan Management Ltd Mukuluk Beverages Ltd. RRSP	AGRA INDS LTD. CLASS B	DS	Feb/85			11500	13500
				Feb/85	1			28150
				Feb/85	1			4500
				Feb/85	1			1850
ALGOMA CENTRAL RAILWAY	Redden, David F.		S	Feb/85	X	1200	1200	---
				Feb/85				
	Tenenbaum, Harvey RRSP	AGRA INDS LTD CLASS A	S	Feb/85	X	3500		9166
				Feb/85	1			4393
	Tenenbaum, Harvey RRSP	AGRA INDS LTD. CLASS B	S	Feb/85	X	3500	3500	5666
				Feb/85	1			4393
ALCAN ALUMINUM LIMITED	Davis, Nathanael Vining Trust Wife	ALCAN ALUM LTD	DS	Feb/85	G		1200	47251
				Feb/85	1			29852
				Feb/85	1			2536
ALGOMA CENTRAL RAILWAY	Scotia Investments Limited Annapolis Basin Pulp and Power Company Limited Hants Investment Limited Minas Basin Investments Limited Minas Investments Limited Parrsboro Lumber Company	ALGOMA CENTRAL RAILWAY	B					
				Dec/84	T 1	2165		56407
				Dec/84	T 1	1446		37698
				Dec/84	G 1	12677		330271
				Dec/84	T 1	1645		42850
				Dec/84	T 1	1968		51279
ALLIED CORPORATION	Cobb, Jewel Plummer Deferred Compensation Plan Dividend and Stock Purchase Plan	ALLIED CORP	D	Dec/84				300
				Dec/84	1	655		1408
				Feb/85	1			36
ALTEX RESOURCES LTD	Hanna, Kenneth George Tara Investments Ltd.	ALTEX RES LTD	D	Mar/85		133362		138362
				Mar/85	1			185870
	Marsden, Gregory James RRSP Share Purchase Plan		S	Feb/85		4500	4500	88515
				Feb/85	1			4500

REPORTING ISSUER	INSIDER	SECURITY	REL'N	TRANS DATE	TYPE	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
AMTELECOM GROUP INC.	Barnard, Roy B.	AMTELECOM INC	S	Feb/85		3484		6384
	Benner, Thomas Keith		D	Feb/85		3479		17109
	Berko, Walter		S	Feb/85		5		1005
	Bradcranex Inc.			Feb/85		3479	300	3179
				Feb/85				
	Toth, Louis		D	Feb/85		3479	2979	5250
				Feb/85				
	Wee Lake Farms Ltd.			Feb/85		3479	2458	1021
				Feb/85				
ARGUS CORPORATION LIMITED	Black, Conrad & George 89211 Canada Ravelston	ARGUS CORP LTD	DSB	Mar/85	1			739279
				Feb/85	1	6147		
				Mar/85	1	998		932226
	468289 Ontario	ARGUS CORP LTD CL C PFD		Mar/85	1			263785
	89211 Canada			Mar/85	1			2224763
	Ravelston			Feb/85	1	674451		
				Mar/85	1	88338		4188715
	Black, George Montegu III 468289 Ontario		DSB	Feb/85	1		83	---
ATLANTIC COAST COPPER CORPORATION LIMITED	Atlantic Coast Copper Corporation Limited	ATLANTIC COAST COPPER LTD		Dec/84		5323		61223
ATLANTIC RICHFIELD COMPANY	Benson, Edward M Jr	ATLANTIC RICHFIELD CO	S	Feb/85	G		806	
				Feb/85			4500	3825
	Bond, Hiram E.		S	Feb/85			738	4699
	Smith, Dwaine H. Accumulation Plan Savings Plan		S	Feb/85				3375
				Feb/85	1			144
				Feb/85	1		3503	---
AUDAX GAS & OIL LTD.	Hunter, Harry D. D.H. Developments	AUDAX GAS & OIL LTD	DS	Feb/85	1	15000		1989291
				Feb/85				511840
	J.S.E. Enterprises Ltd W.H.A. Clow			Feb/85	1	10000		20000
BAKERTALC INC	Barnes, Peter T.	BAKERTALC INC	B	Feb/85		43125		341250
BANK OF ALBERTA	Allard, Charles A. Cathton Holdings Ltd.	BANK OF ALBERTA OPTION	D	Feb/85	1	1532		12075
	Pechet, Howard Mayfield Investments		D	Jan/85	1	6896		54356
BANK OF BRITISH COLUMBIA	Kaiser, Edgar Fosburgh Jr.	BANK B C	DS	Nov/84		1000000		
				Jan/85		3000		
				Feb/85		255100		1259100
BANK OF MONTREAL	Garbe, Horst B. Share Ownership Program	BANK OF MONTREAL	S	Dec/84	1	209		971
	Irwin, Catherine Jane Share Ownership Program		S	Dec/84	1	270		198
				Dec/84				1054
	Mulholland, William David Nominee name Share Ownership Program		DS	Jan/85	1	1000		7596
				Jan/85	1			897
BANK OF NOVA SCOTIA, THE	Healy, Thomas A.	BANK NOVA SCOTIA	S	Feb/85	IR			1000

REPORTING ISSUER	INSIDER	SECURITY	REL'N	TRANS DATE	TYPE	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
BC RAIL LTD.	Heinrich, John H.	SECURITIES	D	Mar/85	IR			---
BLACK PHOTO CORPORATION LIMITED	Stephenson, John F.	BLACK PHOTO LTD	S	Feb/85	IR			1600
BOMBARDIER INC	Parent, Gerard	BOMBARDIER INC CL A	S	Feb/85			1142	---
BP CANADA INC.	Comeau, Andre V. Savings Plan	B P RES CDA LTD	DIS	Mar/85	IR1			44
	Dunscombe, Stanley W.		SI	Mar/85	IR			23
	Healy Kenneth, Savings Plan		S	Mar/85	IR			310
	Melrose, William A. Savings Plan		S	Mar/85	IR1			399
BRAMALEA LIMITED	Field, Kenneth E. Indirect Holdings	BRAMALEA LTD	S	Feb/85 Feb/85	I	3589	3589	3589 2597250
	Wiseman, Ivan T. Control Share Purchase Plans		S	Feb/85 Feb/85 Feb/85	I I I	348	348	1867 496 13293
BREAKWATER RESOURCES LTD.	McRae, Douglas E. MacRae Investments Corporation	BREAKWATER RES LTD	DS	Feb/85				18000
	Parliament, Eileen RRSP	BUDD CDA INC	S	Feb/85 Feb/85 Feb/85	I X I	10000 400		112200 --- 350
BUDD CANADA INC.	Sloan, Jr. Hugh W.		S	Feb/85	X	600	600	200
CABRE EXPLORATION LTD	Stovel, Kenneth B. RRSP	CABRE EXPL LTD	S	Feb/85 Feb/85	M M I	1890	1890	71810 1890
CADILLAC FAIRVIEW CORPORATION LIMITED, THE	Cadillac Fairview Corporation Limited The	CADILLAC FAIRVIEW PREF SRS A	S	Feb/85 Feb/85	R	26500	26500	---
	Goodman, Edwin Alan Savetta Entertainment Limited	CADILLAC FAIRVIEW LTD WT	D	Feb/85	I		5000	---
CAE INDUSTRIES LTD	Best, James W.	C A E INDS LTD CL A	S	Feb/85 Feb/85 Mar/85 Feb/85	M M M I	2000	4086 1200	2601 4086
	wife			Feb/85		4086	75	275
CAMPEAU CORPORATION	Gelinus, Andre A. Villemagne, Roland Share Purchase Plan	C A E INDS LTD	DI	Feb/85			2800	5011 30977
	Walker, Timothy J. Share Purchase Plan	CAMPEAU CORP SUB VTG	S	Mar/85 Mar/85	I			
CANADA PACKERS INC.	Canada Packers Inc.	CANADA PACKERS INC	S	Feb/85 Feb/85	M M I	13931	20500 13931	85 46252
	Keyser, Walter A			Feb/85 Feb/85	R	3600	3600	---
CANADA TRUSTCO MORTGAGE COMPANY, THE		CANADA TRUSTCO MTG CO WT	S	Feb/85	IR			275
CANADIAN GENERAL INVESTMENTS LIMITED	Barron, John Christopher Badger Holdings Limited	CANADIAN GEN INVTS LTD	D	Feb/85	IR1			300

REPORTING ISSUER	INSIDER	SECURITY	RELIN	TRANS DATE	TYPE	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
CANADIAN PACIFIC ENTERPRISES LIMITED	Reid, Robert A. Shearson Loeb Rhoades Inc.	CANADIAN PAC ENTERPRISES LTD	SI	Feb/85	1		200	
CANADIAN PACIFIC LIMITED	Reid, Robert A. Shearson Loeb Rhoades Inc.	CANADIAN PAC LTD	SI	Feb/85	1		100	--
CANADIAN TIRE CORPORATION LIMITED	Gabriel, John Albert George	CANADIAN TIRE LTD CL A	S	Feb/85		1580		5520
	Hicks, Dereck Archibald		S	Feb/85		1522		31742
	Hicks, William H.		S	Feb/85		1530		35740
	Muncaster, Joseph Dean Indirect Holding		DS	Feb/85 Feb/85		6737		302362 550
CANALANDS RESOURCES CORPORATION	Mollard, William J. RRSP Spouse	CANALANDS RES CORP	D	Feb/85 Feb/85 Feb/85			15550 6000	10000 20000 ---
CAROLIN MINES LTD.	Richardson, Paul W.	CAROLIN MINES LTD	D	Feb/85		2000		6000
CASSIDY'S LIMITED	Continental Manufacturers Canada Ltd.	CASSIDY'S LTD CLASS A PREF	B	Feb/85		100		5700
CCL INDUSTRIES INC.	Johnston, Edward Grant 451711 Ontario Limited	C C L INDS INC CL B	DS	Mar/85 Mar/85	1		4900	235 105334
CENTRAL TRUST COMPANY	Cann, Christopher J.	CENTRAL TRUST CO	S	Feb/85	IR			1000
COHO RESOURCES LIMITED	Campbell, Kenneth F. Camco International Capital Ltd. Children RRSP Shauntan Holdings Ltd.	COHO RES LTD CL A	DS	Feb/85 Feb/85 Feb/85 Feb/85 Feb/85		6165		56882 209236 56 103200 187672
COLECO INDUSTRIES, INC	Eigenbrode, Ray	SECURITIES	S	Feb/85	IR			---
COMINCO LTD.	Anderson, Myles Norman Savings and Stock Purchase Plan	COMINCO LTD	DS	Dec/84 Dec/84	1	54 12		14514 3447
	Kowalenko, Edward A. Savings and Stock Purchase Plan		S	Feb/85		112		400
	Miller, Andrew Donald Savings and Stock Purchase Plan		S	Feb/85	1	212		2480
				Feb/85		54		531
				Feb/85	1	2		2255
COMPUTER INNOVATIONS DISTRIBUTION INC.	Aronaho, Kauko Amended Savings Plan	COMPUTER INNOVATIONS	S	Feb/85 Feb/85	1	625		2000 978
	Groenewald, James N. 474312 Ont. Ltd. Personal Trust Purchase Plan RRSP Savings Plan		S	Feb/85 Feb/85 Feb/85 Feb/85 Feb/85 Feb/85	1 1 1 1 1 1			25000 87000 3300 36416 7000 728
	Yeates, James Deborah Anne Yeates Purchase Plan		S	Feb/85 Feb/85 Feb/85	1 1 1	625		45000 100 1227

REPORTING ISSUER	INSIDER	SECURITY	REL'N	TRANS DATE	TYPE	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
COMPUTER INNOVATIONS DISTRIBUTION INC. (Continued)	Yeates, James Purchase Plan Trust	COMPUTER INNOVATIONS	S	Feb 85	I			123566
	RRSP			Feb 85	I			4100
CONSOLIDATED-BATHURST INC.	Consolidated-Bathurst Inc	CONS BATHURST INC COM SER A		Feb/85	R	5000	5000	---
	In Trust			Feb/85	I			5238
	Emfield Corporation Limited, The	CONSUMERS GLASS LTD	B	Feb/85		238200		1949400
	Aiken, John Lawrence	CONSUMERS GAS CO LTD	S	Dec 84		307		947
CONSUMERS' GAS COMPANY LTD., THE	Indirect Holding			Dec 84	I			200
	Aiken, John Lawrence	CONSUMERS GAS CO LTD WT	S	Feb/85			100	---
	Martin, Robert William	CONSUMERS GAS CO LTD	DS	Dec 84		752		1664
	Petrie, John Bruce Estate of J S Petrie		SI	Dec/84	IRI			800
COOPER CANADA LIMITED	Simpson, Lewis J.	CONSUMERS GAS CO PFD 9 1/4%		Dec 84	IRI			300
	Nolting, Henry H.	CONSUMERS GAS CO LTD	S	Dec 84		345		151
	Ladher, Hugh	COOPER CDA LTD	D	Feb 85			40000	---
	M. Seven Industries Inc.	SECURITIES	D	Feb/85	IR			---
CTG, INC	Smythe, Barrie J.	CRAIGMONT MINES LTD	B	Feb/85	IR			3316511
	Warren Derril T	SECURITIES	I	Feb/85	IR			---
	Worrall, William J.		D	Feb/85	IR			---
	Michelin, Donald R. Alexis Nihon Corp. International Distributors Ltd	CTG INC	D	Mar 85	IRI			70000
CURRAN BAY RESOURCE LTD.	Magrill, Gordon Mathew Amended	CURRAN BAY RES LTD	DSB	Mar 85	IRI			33000
	Rosenberg, Leonard			Jul 85		50000	50000	I
DALMYS (CANADA) LIMITED	Finkelstein, Harry	DALMYS CDA LTD	B	Jul/84				
	Daon Development Corporation	DAON CENTRE LTD UNITS	DS	Feb/85		500		2863
	Ward & Co.		B	Feb/85				36000
	Beatty III, John J.	DART & KRAFT INC	I	Feb/85		36000		270400
DART & KRAFT INC.	Costigan, John M.		S	Feb 85			200	1100
	Custodian		I	Feb 85	X	408		
	Jordan, William B.		S	Feb/85	T	49	320	459
	Kelly, John T.			Feb 85	I			660
Mackinn, Margaret F.	Mackinn, Margaret F.		S	Feb/85	F	399		5635
	McHugh, Thomas J.		S	Feb 85			600	
	McHugh, Thomas J.		S	Feb 85	F	645		2405
	Schuldt, Robert R.		S	Feb 85	F	106		3820
			S	Feb/85	X	736		736

REPORTING SYSTEM	ISSUER	SECURITY	RELIN	TRANS DATE	TYPE	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END COST BASIS
DART & KRAFT INC. (Continued)	Willis, Roger H.	DART & KRAFT INC	S	Feb/85	F	1289		5702
	McFadyen, Marilyn H.R. VTL Venture Equities Ltd.	DEWEY OIL & GAS INC	DB	Jan/85	IR			1
DEWEY OIL & GAS INC.				Jan/85	IR1		100000	100000
		DEWEY OIL & GAS INC SPECIAL		Jan/85	IR1		100000	500000
DOMINION TEXTILE INC.	Caisse De Depot Et Placements Du Quebec	DOMINION TEXTILE 10 3/5% PAPER B	B	Feb/85		\$5000000		\$5525000
	Blair, Etcyl H. Jointly with wife Savings Plan wife	DOW CHEM CO	S	Feb/85	1			8981
DOW CHEMICAL COMPANY, THE				Feb/85	1	113		67
				Feb/85	1			1796
				Feb/85	1			1614
	Downey, Joseph L. Employees' Savings Plan wife as Custodian for Children		S	Feb/85	1	9		2854
				Feb/85	1			574
	Falla, Enrique C. Jointly with wife Savings Plan		S	Feb/85	F 1	136		3841
				Feb/85	1	122		493
	Hancock, Wayne M. Custodian Jointly with wife Savings Plan		S	Dec/84	G	709	743	7150
				Feb/85	1			489
				Feb/85	1			162
				Feb/85	1	48		632
	Kessler, Roger L. Jointly with wife Savings Plan		S	Feb/85	1			4166
				Feb/85	1	39		488
	Lundeen, Robert W. Savings Plan wife		DS	Feb/85	1	230		43612
				Feb/85	1			3294
	McKennon, Keith R. Jointly with wife Savings Plan		S	Feb/85	1	58		2012
				Feb/85	1			3035
				Feb/85	1			1746
				Feb/85	1			718
	Naegle, Robert E. Jointly with wife Savings Plan		DS	Feb/85	F 1	2328		3448
				Feb/85	1	135		3453
				Feb/85	1			2052
	Oreffice, Paul F. Savings Plan Trustee of Trust wife as Trustee for Children wife as Trustee of Trust		DS	Feb/85	1	226		3156
				Feb/85	1			22644
	Popoff, Frank P. Savings Plan Trustee of Trust wife as Trustee		D	Feb/85	1	67		7286
				Feb/85	1			938
				Feb/85	1			3688
				Feb/85	1			4550
	Rikard, Donald A. Jointly with wife Savings Plan wife		DS	Feb/85	1			461
				Feb/85	1	118		12743
				Feb/85	1			1752
				Feb/85	1			400
	Rooke, David L. Savings Plan		DS	Feb/85	1	771		16301
				Feb/85				4048

REPORTING ISSUER	INSIDER	SECURITY	REL'N	TRANS DATE	TYPE	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
DOW CHEMICAL COMPANY, THE (Continued)	Sheetz, David P.	DOW CHEM CO	DS	Feb/85				5929
	Jointly with wife			Feb/85	1			3685
	Savings Plan			Feb/85	1	112		1659
DUMAGAMI MINES LIMITED	Temple, Joseph G. Jr.		DS	Feb/85				19033
	Jointly with wife			Feb/85	1			997
	Savings Plan			Feb/85	1	124		1762
	wife			Feb/85	1			9976
DUMAGAMI MINES LTD	Mentor Exploration and Development Co. Limited	DUMAGAMI MINES LTD	B	Feb/85		200		1231500
	Williams, Donald A.	DYLEX LTD PART CL A PFD	S	Feb/85			5000	22672
DYLEX LIMITED	Delanda Inc.			Feb/85	1			1325
ECHO BAY MINES LTD.	Kirwan, Leo D.	SECURITIES	S	Feb/85	IR			
ETHYL CORPORATION	Ter Haar, Gary L	ETHYL CORP	S	Feb/85	IR			315
	Savings Plan			Feb/85	IR1			4075
FALCONBRIDGE LIMITED	Wikman, Andrew O.		S	Feb/85			10	1896
	Savings Plan			Feb/85	1			9843
	Bonar, L. G	FALCONBRIDGE LTD	S	Feb/85		150		--
FATHOM OCEANOLOGY LIMITED	Empey, Jim O	FATHOM OCEANOLOGY LTD	S	Feb/85		2000	96200	
				Feb/85				1509
				Mar/85		500	1500	9
				Mar/85			10000	
FINANCIAL TRUSTCO CAPITAL LTD.	Footte, Jack B.			Feb/85			1000	
	Hale, Neville E.		DS	Mar/85				
	Kottick, Gene J		S	Feb/85		3000	8000	
				Feb/85				
FINANCIAL TRUSTCO TRUSTCO CAP LTD	Nordin, Jack E.			Mar/85			2000	
	Olsen Kaare R			Feb/85			70500	
	Stirling, John B.		DS	Feb/85	X	10000	50100	
				Feb/85				
FIRAN CORPORATION	Hartley, Charles K	FINANCIAL TRUSTCO CAP LTD	D	Feb/85		3000		5000
	Hannan, Murray L.	FIRAN CORP	S	Feb/85	IR		2613	
	Betti, John A.	FORD MOTOR CO	S	Feb/85	G		400	
	Trustee			Feb/85	M	3886	3886	21589
FORD MOTOR COMPANY	Caldwell, Phillip			Feb/85	M 1			10213
	Savings and Stock Investment Plan		DS	Feb/85	M	23039	23039	80853
				Feb/85			23039	
				Feb/85	1			
FORT KNOX GOLD RESOURCES INC.	Graham, Robert C		S	Nov/84		2371		2415
	Knox, Henriette	FORT KNOX GOLD RES INC		Feb/85	IR			64700
FUTURTEK COMMUNICATIONS INC.		FORT KNOX GOLD RES WTS		Feb/85	IR			30000
	Brown, James R.	FUTURTEK COMMS INC.	DSB	Feb/85				386620
GAZ METROPOLITAIN, INC.	Diamonds International Ltd.			Feb/85	1		52000	2501684
	Gaulin, Jean R.	GAZ METROPOLITAIN INC	DS	Feb/85		315		

REPORTING ISSUER

GAZ METROPOLITAIN, INC.
(Continued)

INSIDER

Gaulin, Jean R.

REL'N.

DS

SECURITY

GAZ METROPOLITAIN INC

TRANS
DATEFeb/85
Jul/84
Dec/84
Feb/85

TYPE

BOUGHT OR
ACQUIRED

2087

SOLD OR
DISPOSED5000
368
1500MONTH-END
HOLDINGS26207
722

GENDIS INC.

Cohen, Harry B
Indirect Holdings

GENDIS INC CL A

B

Feb/85

1

10000

10000

908896
180440

GENERAL MOTORS CORPORATION

Atwood, Donald J
Savings Stock Purchase
Program

GENDIS INC CL B

B

Feb/85

C

1368

5879

10667

Burger, Robert Dean
Savings Stock Purchase
Program
Wife

GENERAL MTRS CORP

S

Feb/85

1

1002

3166
36

11553

Coletta Patrick J.
Savings Stock Purchase
Program
Wife

S

Feb/85

C

707

4060
2744

Czapor, Edward Peter

S

Feb/85

C

1120

7092
873Daughter
Savings Stock Purchase
Program
Son

S

Feb/85

G

242

5421
923Trustee for Daughter
Trustee for Son
Wife

S

Feb/85

G

555

1144
1340

Dorshimer, Robert A

Savings Stock Purchase
Program

S

Feb/85

C

707

2878

Eaton, Robert J

Jointly with Wife
Savings Stock Purchase
Program

S

Feb/85

C

825

4304
99

Frosch, Robert Allan

Savings Stock Purchase
Program

S

Feb/85

C

825

500
389

Hackworth, Donald E.

Savings Stock Purchase
Program
Family

S

Feb/85

C

825

3113
419
514

Hartwig, Eugene L.

Custodian for Son
Savings Stock
Purchase Program
Wife

GENERAL MOTORS CORP CLASS E

S

Feb/85

C

531

839
33
855
150

Hoglund, Peter Klinger

Savings Stock Purchase
Program
Wife

GENERAL MTRS CORP

S

Feb/85

C

519

8968
4741
700

Hoglund, William E.

Custodian for Son
Stock Purchase Program

S

Feb/85

C

943

5662
200
1596

REPORTING ISSUER	INSIDER	SECURITY	REL'N	TRANS DATE	TYPE	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
GENERAL MOTORS CORPORATION (Continued)	Johnson, Elmer William	GENERAL MTRS CORP	S	Feb 85 Feb/85	C 1	1120		2770 100
	Joint Tenancy Savings Stock Purchase Program Trusts			Feb 85 Feb/85	1 1			321 3506
	Jones, Courtney F.		S	Feb/85			684	1260
	Savings Stock Purchase Program Wife			Feb 85 Feb/85	; 1			205 65
	LeFauve, Richard G.		S	Feb 85 Feb 85	C 1	707		4794 509
	Children Savings Stock Purchase Program			Feb/85	1			639
	Losh, J Michael		S	Feb 85 Feb 85	C 1	649	1000	486
	Savings Stock Purchase Program			Feb 85	1			722
	Mair, Alex C.		S	Feb 85	C	1120		16698
	Savings Stock Purchase Program			Feb/85	1			1000
	O'Connell, Robert T		S	Jan 85 Feb 85 Jan 85		669 731 33		679 1410 33
	Potter, David S.	GENERAL MOTORS CORP CLASS E	S	Feb 85	C	707		5427
	Savings Stock Purchase Program	GENERAL MTRS CORP		Feb 85	1			979
	Reuss, Lloyd E.		S	Feb/85	C	1179		6117
	Savings Stock Purchase Program			Feb 85	1			764
	Rhame, John E.		S	Feb 85	C	590		7245
	Savings Stock Purchase Program			Feb 85	1			1135
	Rybicki, Irvin W.		S	Feb/85	C	943		9522
	Savings Stock Purchase Program			Feb/85	1			2560
	Stempel, Robert C.		S	Feb 85	C	1179		3058
	Savings Stock Purchase Program			Feb 85	1			1501
	Stone, Robert B.		S	Feb 85	C	684		2236
	Savings Stock Purchase Program			Feb 85	1			171
	Stone, Robert B.	GENERAL MOTORS CORP CLASS E	S	Feb/85	C	400		477
GEORGE WESTON LIMITED	Zalecki, Paul Henry Amended	GENERAL MTRS (CORP)	S	Nov/84 Jan 85 Feb 85	X 438 C	1570 438 531		1570 2008 2539
	Savings Stock Purchase Program			Jan/85	1			763
	Zalecki, Paul Henry Amended	GENERAL MOTORS CORP CLASS E	S	Dec 84 Jan/85	Z C	78 21		78 99
	Wardrop, Terrence Howard	GEORGE WESTON LTD	S	Feb 85 Feb/85	X	300	250	175

REPORTING ISSUER	INSIDER	SECURITY	REL.N.	TRANS DATE	TYPE	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
GLENAYRE ELECTRONICS LTD	Deering, Edward K. E.K.D. Holdings Ltd.	GLENAYRE ELECTR LTD	DS	Feb/85			2500	371630
GLOBAL MARINE INC.	Christensen, John E.	GLOBAL MARINE INC	S	Dec 84		857		1827
	Herasimchuk, David Alexander Trustee		D	Dec/84	1	1108		4334 40
	Kott, Gary L. Son			Dec/84	1	1352		21182 47
	Luijs, Russell C. Son and Daughter		S	Dec/84	1	4081		109080 700
	Newton, F Carter		S	Dec 84		1689	27786	3057
	O'Shea, John J.		S	Dec/84		1013		1513
	Ryan, John G.		S	Dec 84		669		669
	Schmitz, James C.	GLOBAL MARINE INC \$3.50 PREF		Dec/84		750	3500	1750 220
	Short, Thomas E.	GLOBAL MARINE INC		Dec/84		1625		16498
	Thomas, William R.		DS	Dec/84		2904		25895
	Vermeer, Richard D. Daughter		S	Dec/84	1	1608		1608 100
GOLDEN KNIGHT RESOURCES INC.	McDonald, Richard A B B-Mac Trading Inc.	GOLDEN KNIGHT RES INC	D	Jan 85	1		10000	960800
GOLIATH GOLD MINES LTD.	Lang, Frank A. Barbara Lang Dauntless Developments Limited Jennifer Lang Ronald Lang	GOLIATH GOLD MINES LTD	D	Jan/85	1			57000 4800
	Philp, Stewart Philpco Investments Ltd	GRAFTON GROUP LTD CL A	D	Jan/85	1		200	342000 4500 4300
GRANGES EXPLORATION LTD	McRae, Douglas E. Macrim Investment Corporation	GRANGES EXPL LTD.	D	Feb/85			5000	24 13400
GREENWICH RESOURCES PLC.	Clarke, John T.	GRANGES EXPL LTD 10% CONV DEB		Feb/85	N 1	25000		12100
	Robertson, James	GREENWICH RES PLC	J	Feb/85	1	11300		
GUARDIAN CAPITAL GROUP LIMITED	Christense, Carl Verner	GUARDIAN RES PLC	S	Feb/85	1	\$25000	50000	252461 \$25000
GUARDIAN-MORTON SHULMAN PRECIOUS METALS INC.	Jackson, Lewis F.	GUARDIAN CAP GROUP LTD	DISI	Feb/85	IR	479596		479596 --
GULF CANADA LIMITED	Guardian-Morton Shulman Precious Metals Inc.	SECURITIES	DS	Feb/85	IR			88750
HALEY INDUSTRIES LIMITED	Dodd, Lionel G. Savings Plan	GULF CDA LTD	SI	Feb/85	M 1	543		200
	McNeill, William J. RRSP	HALEY INDS LTD	S	Mar/85	1	271		1000

REPORTING ISSUER	INSIDER	SECURITY	REL'N	TRANS DATE	TYPE	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
HALLIBURTON COMPANY	Jenkins, Kenneth V.	HALLIBURTON CO	S	Feb/85	X	5000		16757
HAYES-DANA INC.	Hough, George G.	HAYES DANA INC	S	Jan/85 Jan/85		1875	1200	3284
HELIX CIRCUITS INC	Johnston, Donald G.		S	Feb/85		500		500
	Weiler, William G.	HELIX CIRCUITS INC	D	Jan/85 Feb/85 Feb/85			5000 1000 500	141750 141750 ---
HIGHBOURNE EXPLORATIONS LIMITED	Kidd, Rory	HELIX CIRCUITS INC WT HIGHBOURNE EXPL LTD HIGHBOURNE EXPL LTD PREF	DSB					
HIRAM WALKER RESOURCES LTD.	Kippen, Richard M.	HIRAM WALKER RES LTD	S	Dec/84		154		3513
	Watson, Alan Graeme Anuwara Ltd.	HIRAM WALKER RES 8 1/2% BONDS	DI	Feb/85	1	\$25000		\$25000
HUDSON'S BAY COMPANY	Fraser, Stuart W.	HUDSONS BAY CO	S	Feb/85	IR		1000	
	Hudson's Bay Company	HUDSONS BAY CO PFD SR A \$1.80		Feb/85 Feb/85	R	59500	59500	---
HUNTER DOUGLAS N.V.	Alcan Aluminium Limited	HUNTER DOUGLAS N V HUNTER DOUGLAS N V PFD	B	Jan/85 Jan/85	T F	240384 2177000		2519609 2177000
IMPERIAL METALS CORPORATION	Michener, Charles E.	IMPERIAL METALS CORP	D	Feb/85		3000		6000
IMPERIAL OIL LIMITED	Akitt, John Ernest Savings Plan Beacom, W E Savings Plan Burns, John E. Savings Plan Haynes, Arden Ramon Savings Plan Landry, Robert E. Savings Plan Lougheed, Donald D. Savings Plan McIvor, Donald K. Savings Plan Peterson, Robert B. Savings Plan Thomson, Thomas Harold	IMPERIAL OIL LTD CLASS B	S	Feb/85	1	85		933
	Curlook, walter	INCO LTD	S	Feb/85	1	19		658
	Hand, Scott M.		DI	Feb/85	1	30		181
	Salathiel, Peter B.		D	Feb/85	1	261		4772
	walker, Donald G.		S	Feb/85 Feb/85	1	82		3682 1502
	Lloyd, Kerin H. S.		DI	Feb/85 Feb/85	1	68		7726 7269
	Kettlewell, John D.		D	Feb/85 Feb/85	1	64		4803 1547
INCO LIMITED	Thomson, Thomas Harold	IMPERIAL OIL LTD CLASS A	D	Feb/85	1	185		102 1414
	Curlook, walter	INCO LTD	S	Feb/85	X	3000		140
	Hand, Scott M.		S	Feb/85	F	504		11349
	Salathiel, Peter B.		S	Feb/85	F	243		557
	walker, Donald G.		S	Feb/85	IR			81
INDAL LIMITED	Lloyd, Kerin H. S.	INDAL LTD	S	Feb/85	F	245		716
	Kettlewell, John D.		S	Feb/85 Feb/85		2000	1000	1000
INNOPAC INC.	Kettlewell, John D.	INNOPAC INC	S	Feb/85	IR			323333

REPORTING ISSUER	INSIDER	SECURITY	REL'N	TRANS DATE	TYPE	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
INNOPAC INC. (Continued)	Marquis, Douglas P.	INNOPAC INC	DI	Feb/85			2000	56000
	Stortz, John J.	INTERMETCO LTD	S	Feb/85			5000	9125
INTERMETCO LIMITED	Akers, John F.	INTERNATIONAL BUS. CAPITAL	DS	Feb/85			3600	19760
INTERNATIONAL BUSINESS MACHINES CORPORATION	Armstrong, Michael C.		S	Feb/85			2058	9510
	Beitzel, George B.		S	Feb/85	G		5	47426
	Casella, Ronald F.		S	Feb/85			2148	8880
	Cook, Vincent N.		S	Feb/85			1200	6269
	Figueroa, Howard G.		S	Feb/85	IR			6815
	Foley, Martin P Son		S	Feb/85 Feb/85	1		4108	20403 22
	Grabe, William O.		S	Feb/85			897	1794
	Gray, Lewis W.		S	Feb/85	X	595		3418
	Handler, Sidney		S	Feb/85			1355	1794
	Katzenbach, de Belleville Nicholas		S	Feb/85	X	1978		31084
	Kavetas, Harry L.		S	Feb/85	IR			5159
	MacDonald, Victor R.		S	Feb/85	X	1742		4752
	Manning, James F.		S	Feb/85			2400	5053
	McKittrick, Charles E.Jr. Wife		S	Feb/85 Feb/85	X 1	3476		15892 132
	Opel, John Roberts Son		DS	Jan/85 Feb/85 Jan/85 Feb/85	G G 1 G 1		500 13536 100	57244 43708 500 500
INTERNORTH INC.	Powers, Jonathan G. Son		S	Feb/85 Feb/85	IR IR1			2114 5
	Rogers, Edward F. Daughter		S	Feb/85 Feb/85	IR IR1			40 38
	Toole, Patrick A. Daughter		S	Feb/85 Feb/85	X 1	1616		2307 10
	Dalton, Vern E. Stock Ownership Plan Trusteed Investment Plan	INTERNORTH INC	S	Feb/85 Feb/85	1	52		290 652
	Dienstbier, Daniel L. Stock Ownership Plan Trusteed Investment Plan Wife as Custodian		S	Feb/85 Feb/85 Feb/85	1 1 1	65		867 3642 300
	Gardner, Dan L. Stock Ownership Plan Trusteed Investment Plan		S	Feb/85 Feb/85 Feb/85	1 1 1	76		17344 1040 11471
	Henry, William A.		S	Feb/85	X	500		500

REPORTING ISSUER	INSIDER	SECURITY	REL N	TRANS DATE	TYPE	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
INTERNORTH INC. (Continued)	Henry, William A. Stock Ownership Plan Trusteed Investment Plan	INTERNORTH INC	S	Feb/85	1	45		681
				Feb/85	1			984
	Lochiano, Rocco Employee Stock Ownership Plan			Feb/85				28553
	Employees' Trusteed Investment Plan			Feb/85	1	82		1151
	Jointly with Mother			Feb/85	1			14967
	Jointly with Wife			Feb/85	1			1028
	Wife			Feb/85	1			1800
				Feb/85	1			42
	Raasch, Robert P. Joint with Wife Stock Ownership Plan Trusteed Investment Plan			Feb/85	1	60		6245
				Feb/85	1			200
	Severa, Gordon L. Jointly with Mother Stock Ownership Plan Trusteed Investment Plan	S	S	Feb/85	1			1002
	Wife			Feb/85	1	82		7521
	Wife as Trustee			Feb/85	1			10084
				Feb/85	1			250
				Feb/85	1			1152
				Feb/85	1			19085
				Feb/85	1			3000
				Feb/85	1			3100
	Snow, Luther D. Stock Ownership Plan Trusteed Investment Plan			Feb/85	1	27		382
				Feb/85	1			227
	Strauss, Willis A. Stock Ownership Plan Trusteed Investment Plan	DS	DS	Feb/85	1			367
	Wife			Feb/85	1	82		40204
				Feb/85	1			1152
				Feb/85	1			56692
				Feb/85	1			2526
	Thompson, Washington G. Stock Ownership Plan Trusteed Investment Plan			Feb/85	1	81	2500	8545
				Feb/85	1			1122
				Feb/85	1			7458
	Wallace, Dean W. Stock Ownership Plan Trusteed Investment Plan			Feb/85	1	75		1200
				Feb/85	1			1023
INVERNESS PETROLEUM LTD. JOHNSON & JOHNSON	White, James W. Stock Ownership Plan Trusteed Investment Plan	S	S	Feb/85	1	64		3707
				Feb/85	1			3900
				Feb/85	1			843
				Feb/85	1			3114
	Podmaroff, Peter			Feb/85			1000	9460
	Clare, David R. Son			Feb/85	1			62483
	Trust for Daughters			Feb/85	1			530
	Trust for Sons			Feb/85	2		500	2366
	Wife			Feb/85	1			2646
				Feb/85	1			7665
KAMSACK RESOURCE EXPLORATIONS LIMITED	Oulity, Arthur M. Wife	D	D	Feb/85	G	774		15455
				Feb/85	1	2500		4710
	Felderhof, G. William			Feb/85	R	132500	40000	632500

REPORTING ISSUER	INSIDER	SECURITY	REL 'N	TRANS DATE	TYPE	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
KAMSACK RESOURCE EXPLORATIONS LIMITED (Continued)	McCloskey, Richard Duncan	KAMSACK RES EXPL LTD	DS	Feb/85 Feb/85		132500	80000	824167
	Monteith, George Arthur John		B	Feb/85 Feb/85	R		80000 530000	161667
	Moses, Jeffery A.		D	Feb/85 Feb/85	R	132500	40000	632500
	Moses, John Ross		DS	Feb/85 Feb/85	R	132500	80000	824166
KANATA GENESIS FUND LTD.	Lightfoot, Richard Spousal RRSP	KANATA GENESIS FUND LTD	D	Feb/85 Feb/85	1	4400 4400		26676 30550
	Bender, David George Savings Investment Plan	KERR MCGEE CORP	S	Feb/85	1	128		270
KERR-MCGEE CORPORATION	Bills, John L. Savings Investment Plan		S	Feb/85	1	283		1400
	Savings Plan			Feb/85	1	32		1916
	Trustee ESOP			Feb/85	1	30		937
	Trustee for Daughter			Feb/85	1			273
				Feb/85	1			240
	Cody, Derill J. Savings Investment Plan		S	Feb/85 Feb/85	1	639		406 639
	Dudley, Carter G. Savings Investment Plan		S	Feb/85	1	182		1163
	Stock Ownership Plan			Feb/85	1	15		157
	Edgington, Don H. Stock Ownership Plan		S	Feb/85 Feb/85	1	183 1		2384 130
	Hambrick, Marvin K. Savings Investment Plan		S	Feb/85 Feb/85 Feb/85	1 1 1	1089 36		3200 5939 413
	Stock Ownership Plan			Feb/85	1			9300
	Heimann, William E. Savings Investment Plan		S	Feb/85 Feb/85 Feb/85	1 1 1	490 25 35		2908 718 375
	Savings Plan			Feb/85	1			28000
	Stock Ownership Plan			Feb/85	1			6368
	McGee, D.A. Savings Investment Plan		S	Feb/85 Feb/85 Feb/85	1 1 1	502 1403		40083 1440
	Savings Plan			Feb/85	1			1558485
	Self as Trustee			Feb/85	1	37		427
	Trustee ESOP			Feb/85	1			22531
	Wife			Feb/85	1			24620
	Wife as Trustee			Feb/85	1			3800
McKenny, Jere W. Savings Investment Plan			DS	Feb/85 Feb/85 Feb/85	1 1 1	1049 36		4917 403
	Stock Ownership Plan			Feb/85	1			2400
	McPherson, Frank A. Savings Investment Plan		D	Feb/85 Feb/85 Feb/85	1 1 1	1050 36		5185 403
	Stock Ownership Plan			Feb/85	1			247
	Rainey Jr., James L. Savings Investment Plan		S	Feb/85 Feb/85 Feb/85	1 1 1	19 3		1762 365
	Stock Ownership Plan			Feb/85	1			2457
	Randolph, James G. Savings Investment Plan		S	Feb/85	1	125		

REPORTING ISSUER	INSIDER	SECURITY	REL'N	DATE	TYPE	ACQUIRED	DISPOSED	HOLDINGS
KERR-MCGEE CORPORATION (Continued)	Randolph, James G. Stock Ownership Plan Trustee Wife	KERR MCGEE CORP	S	Feb/85 Feb/85 Feb/85	1 1 1	1 400 2200		170 400 2200
	Rauborg, J. D. Savings Investment Plan Stock Ownership Plan		S	Feb/85 Feb/85	1 1	121 32		378 326
	Romano, Paul Dominic Savings Investment Plan Savings Plan Stock Ownership Plan		S	Feb/85 Feb/85 Feb/85	1 1 1	855 111 34		4482 2819 360
LABMIN RESOURCES LIMITED	Stephens, Thomas B. Savings Investment Plan Stock Ownership Plan		S	Feb/85 Feb/85	1 1	36 20		211 161
	Zoernig, Elizabeth A. Savings Investment Plan Savings Plan Trustee of ESOP		S	Feb/85 Feb/85 Feb/85 Feb/85	1 1 1 1	252 108 23		12110 1411 3109 196
	Cowan, Charles Gibbs Finlay, Percy Claire Hollinger Argus Limited Hoffman, Mark Kasner, Robert J. Seaway Multi-Corp Limited	LABMIN RES LTD	DISI	Feb/85		100		100
LAC MINERALS LTD			DS	Feb/85		100		100
LENORA EXPLORATIONS LTD.			B	Feb/85		2931		4129627
LEVY INDUSTRIES LIMITED		LAC MINERALS LTD	D	Feb/85		1000		1000
MACLEAN HUNTER LIMITED		LENORA EXPLS LTD	DB	Feb/85			5000	369130
		LEVY INDUSTRIES LTD PFD	B	Feb/85		500		204965
		MACLEAN HUNTER LTD CLASS X	S	Feb/85		158		15261
	Hill, Wayne S. Deferred Profit Sharing Plan		S	Feb/85				3000
	James, Philip F. Deferred Profit Sharing Plan	MACLEAN HUNTER LTD		Feb/85	1	31		170
		MACLEAN HUNTER LTD	S	Dec/84				1600
				Dec/84	1	89		378
	Simmie, Monica Frances Deferred Profit Sharing Plan	MACLEAN HUNTER LTD CLASS X	S	Dec/84				1129
				Dec/84	1	53		354
MACMILLAN BLOEDEL LIMITED	Dowsley, Donald Alexander Employee Share Purchase Plan Sr. Mgmt Shr Purchase Plan Stock Option Plan Findlay, Robert Barclay Employee Share Purchase Plan	MACMILLAN BLOEDEL LTD	S	Jan/85			637	---
				Jan/85	1	48		1500
				Jan/85	1			814
				Jan/85	1			609
			S	Jan/85 Jan/85	1 1	66	301	66
MAGNA INTERNATIONAL INC.	Czapka, Anton * Lostrock Corporation Roban Holdings RRSP Hrga, Richard G. Interconserv Inc.	MAGNA INTL INC CLASS A	DS	Jan/85 Jan/85 Jan/85 Jan/85	1 1 1 1	100000	100000	100000 81255 6000 2025
			S	Feb/85	1		10000	5000

REPORTING ISSUER	INSIDER	SECURITY	REL.N.	TRANS DATE	TYPE	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
MAGNA INTERNATIONAL INC. (Continued)	Stronach, Frank	MAGNA INTL INC. CLASS B	DS	Feb 85		34958		491597
	445327 Ontario Limited Voting Agreement			Feb/85	1		186460	143367
MASCOT GOLD MINES LIMITED	Carroll, Paul Aylward RRSP	MASCOT GOLD MINES LTD	D	Feb/85	1	1500		79570
	Graham, William E		D	Feb/85				30000
				Feb/85				5000
MCDONALD'S CORPORATION	Behan, Frank S.	MCDONALDS CORP	S	Jul/84			100000	351940
	Kaplan, Noel		S	Jan/85		15000		13842
	Nelson, Peter A.		S	Feb/85		5200	4500	4567
	Rummel, George T.		S	Feb/85		1000		1000
	Turner, Fred L.		S	Feb/85	IR			42
MCFINLEY RED LAKE MINES LTD.	Campbell, John K.	MCFINLEY RED LAKE MINES LTD	DS	Feb/85			100	156322
			D	Jan/85			1100	14900
		MCFINLEY RED LAKE MINES WTS		Feb/85			14900	---
				Jan 85			4000	---
				Feb/85			4000	---
MDS HEALTH GROUP LIMITED	MDS Deferred Profit * Sharing Plan DFSP	M D S HEALTH GRP CL A	B	Feb/85	1	736		899171
				Feb/85	1	522		193164
MEGUMA GOLD CORP LIMITED	Lockerby Family Trust, The	MEGUMA GOLD CORP LTD	K	Feb/85	1	26000		
	Trafalgar Resources Investments Limited		B	Mar/85	IR			79655
MENTOR EXPLORATION & DEVELOPMENT CO. LIMITED	Agnico-Eagle Mines Limited	MENTOR EXPLS & DEV LTD	B	Mar/85	IR			337500
	Bossen, Nathan		S	Feb/85		2400		1427000
MERCANTILE BANK OF CANADA, THE	McDermid, Lloyd D.	MERCANTILE BK CDA	S	Dec/84		1256		2033
	Roy, Raymond M.		DI	Dec/84		393		452
MIDLAND DOHERTY FINANCIAL CORPORATION	Vivash, John A.	MIDLAND DOHERTY FINL CORP	S	Dec/84		155		238
	Wilson, Brenda M. RRSP		DS	Feb/85			2000	6000
MILLSTREAM MINES LTD.	Cadesky, Frank Cadre Corporation	MILLSTREAM MINES LTD	S	Mar/85	M	200		1000
	Bazinnet, Deborah Jean		B	Mar/85	M	200		1500
MILNER CONSOLIDATED SILVER MINES LTD.		MILNERS CONS SILVER MINES LTD	DS	Feb/85	1	1000		908800
MITEL CORPORATION	Campbell, Duncan A.	MITEL CORP PFD R & D	DS	Feb/85		224000		354500
	Everard, John	MITEL CORP	S	Feb/85			1200	--
MOLSON COMPANIES LIMITED, THE	Coward, Conrad S Share Ownership Plan	MOLSON COS CL A	DI	Feb/85		103		103
	Doyon, Jean-Loc		D	Feb/85	1	11		285
				Dec/84		174		367

REPORTING ISSUER	INSIDER	SECURITY	REL'N	TRANS DATE	TYPE	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
MOLSON COMPANIES LIMITED, THE (Continued)	Stewart, Peter Beaufort	MOLSON COS CL A	S	Jul/84	T	504		
				Feb/85	X	5000		
				Mar/85			5000	8860
MORGAN HYDROCARBONS INC	Harris, Edmund A.	MORGAN HYDROCARBONS INC	S	Feb/85		83		4258
				Feb/85		114		6462
	Holton, Norman W Maynard Petroleum Ltd. Spouse		S	Feb/85				12007
				Feb/85				12007
	Lawson, James E.		S	Feb/85		93		1839
				Feb/85			27300	1203706
	McCartney, William S.		DS	Feb/85				
	McPherson, Neil A.		S	Feb/85		98		1929
	Shepherd, Donald W		S	Feb/85		126		5308
	Wolcott, Donald M.		DS	Feb/85		212		223618
MUNICIPAL FINANCIAL CORPORATION	Rotstein, Maxwell L Bankers Corporation (1931) Limited	MUNICIPAL FINL CORP WTS	DSB	Feb/85	1	11100		151850
NABISCO BRANDS, INC.	Reagan, Gerald A	NABISCO BRANDS INC	D	Feb/85	IR			1000
NATIONAL BANK OF CANADA	Berger, Paul L.	NATIONAL BANK OF CANADA	S	Jan/85		1000		1000
	Cardinal, Robert		S	Dec/84	IR			428
	Charron, Gilbert		S	Feb/85	IR			650
	Courville, Leon		S	Mar/85	IR			75
	Cyt, Raymond J.V.		D	Dec/84		749		4739
	Lacerte, Gerald		S	Jan/85		631		
				Jan/85			1394	1454
	Touma, Gaby		S	Dec/84	IR			67
NEW YORK OILS LIMITED	New York Oils Limited	NEW YORK OILS LTD		Feb/85		9406		1016633
NORANDA INC.	Bone, Bruce C	NORANDA INC	S	Dec/84		316		11215
	Powis, Alfred		DS	Mar/85		4000		65981
	Ruggin, Robert Peter		S	Mar/85		1900		21428
	White, John C.	NORANDA INC CL A	S	Feb/85		20		20
NORMICK PERRON, INC.	Mercier, Jean	NORMICK PERRON INC	S	Feb/85			125	-
NORTHGATE EXPLORATION LIMITED	Gibson, Franklin Douglas	NORTHGATE EXPL LTD	D	Feb/85			1000	-
NOVA BEAUCAGE MINES LIMITED	Papworth, Ian G.	NOVA BEAUCAGE MINES LTD	S	Feb/85	M		15714	27786
	HRSP			Feb/85	M	1		29714
NOWSCO WELL SERVICE LTD.	Shouldice, Stanley Patrick 259860 Alberta Ltd	NOWSCO WELL SVC LTD	D	Feb/85				43669
NU-WEST GROUP LIMITED	Beaven, A Barry	NU WEST GROUP LTD	DISI	Feb/85	1		4000	217145
NUMAC OIL & GAS LTD.	Cooper, Wilfred J.	SECURITIES	SI	Feb/85			11174	-
O'TOOLE'S FOOD CORPORATION	McGrath, Denis P.	O'TOOLE'S FOOD CORP	DS	Feb/85	IR			-
				Feb/85				850000

INSIDER TRADING REPORTS

REPORTING ISSUER	INSIDER	SECURITY	REL'N...	TRANS DATE	TYPE	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
O'TOOLE'S FOOD CORPORATION (Continued)	McGrath, Denis P. Nominee	O'TOOLE'S FOOD CORP	DS	Feb/85	1		20000	107000
	Blades, D. Nolan	OAKWOOD PETES LTD OAKWOOD PETES LTD CL A	S	Dec/84 Dec/84	R R		18000 17700	3303 600
OAKWOOD PETROLEUMS LTD.	Ekstrom, Brian S. Amended	OAKWOOD PETES LTD	DS	Dec/84 Dec/84	R R		35000 34417	920512 178453
	Brian Ekstrom Management Ltd.	OAKWOOD PETES LTD CL A		Dec/84	1		296272	
	Fletcher, John G.		S	Feb/85		700		1600
	Hawkins, Dallas Eucl II Voting Trust Agreement	OAKWOOD PETES LTD	DSB	Dec/84 Dec/84 Feb/85 Feb/85	1 1 1 1		45000 31700	959782 204973 204973
	Hawkins, Dallas Eucl II Voting Trust Agreement	OAKWOOD PETES LTD CL A	DSB	Dec/84 Dec/84	1 1		44250	960532 84500
	Nickle, Carl Olof	OAKWOOD PETES LTD	D	Mar/85			10000	10000
OCCIDENTAL PETROLEUM CORPORATION	Chen, Richard Savings Plan	OCCIDENTAL PETE CORP	S	Feb/85	1	496		3249
	Cross, James R. Savings Plan		S	Feb/85	1	814		4941
	Daniel, Elmer Leon Thrift Plan		S	Feb/85 Feb/85	1 1	1579		15362 10666
	Friedman, Frank B. Savings Plan		S	Feb/85	1			1207
	Gore, Albert Arnold Savings Plan		D	Feb/85 Feb/85	1 1	6666 2273		31966 14684
	Haines, Perry V. Co-trustee of John Percy Haines, Jr. trust Savings Plan		S	Feb/85				108604
	Hentschel, David A. Savings Plan Thrift Plan		S	Dec/84 Dec/84 Dec/84	1 1 1	639		9871 639 3718
	Jenkins, Thomas D. Savings Plan		S	Feb/85 Feb/85	X 1	1870		71656 15189
	Leach, Anthony R. Thrift Plan		S	Feb/85 Feb/85	1 1	915		3139 7102
	Norman, Alexander D. Savings Plan			Feb/85 Feb/85	1 1	846		1636 6502
	Peterson, Robert L. Savings Plan		DS	Feb/85 Feb/85	1 1	2066		219107 4713
	Shockley, Roger P. Thrift Plan		S	Feb/85 Feb/85	1 1	255		1196 3486
	Tomich, Rosemary		D	Mar/85		1000		2500
	Straus, Neil Alexander	OPAWICA EXPL INC	DS	Feb/85		1		2002
OPAWICA EXPLORATIONS INC.	Withers, Anthony J.	ORCATECH INC	IR	Oct/84				126500
ORCATECH INC	Axe Canada Inc.	PACURIAN LTD CL A SPL		Feb/85			17400	6400000

REPORTING ISSUER	INSIDER	SECURITY	REL'N	TRANS DATE	TYPE	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
PALLISER INTERNATIONAL ENERGY INC.	MacPherson, John A. Arthur Investments Inc.	PALLISER INTL ENERGY INC	DS	Feb/85 Feb/85	1	9500		13809 9600
PAN AMERICAN MINERALS CORPORATION	Quan, Ying C.	PAN AMERN ENERGY CORP		Feb/85		1000		1000
PARK LAWN CEMETERY COMPANY LIMITED	Armstrong, George Warren Coniagas Mines Limited, The Pope, Francis Maurice Pope & Company Wife	PARK LAWN CEMETERY CO LTD	DS	Mar/85 Mar/85	IR IR1			1000 700
	Pope, Joseph Duncan Park Holdings Corporation		DSB	Mar/85 Mar/85	IR IR1			1000 1500
	Donald, Jack C. RRSP			Mar/85	IR1			10000 37484
PARKLAND INDUSTRIES LTD.	Donald, Joan M. RRSP	PARKLAND INDS LTD	DB	Mar/85 Mar/85	1		40565	361358 7532
	McMurtry, Gilbert John Hover, William A.	PENN WEST PETE LTD	S	Mar/85 Mar/85	1		565	60735 5146
PENN WEST PETROLEUM LTD.	Bazinnet, Ernest Walter	PENNZOIL CO	D	Mar/85		5000		5700
PENNZOIL COMPANY	Pollock, John Arthur Jonpol Investments Ltd	PERREX RES INC	S	Feb/85		10000		34288
PERREX RESOURCES INC.			DS	Feb/85 Jan/85 Feb/85 Feb/85	1 1 1	5000 6500 2000		5001 87300
PETROLINE EXPLORERS INC.	MacLean, Joan G.	PETROLINE EXPLORERS PETROLINE EXPLORERS PREF PETROLINE EXPLORERS WTS	DSB	Mar/85 Mar/85 Mar/85	IR IR IR			107501 320000 22500
PHILLIPS PETROLEUM COMPANY	Armstrong, Oliver Wendell Trusts	PHILLIPS PETE CO	S	Feb/85 Feb/85 Feb/85 Feb/85	M M 1 1	11742 569 11742 1500		2197 19783
PHOENIX CANADA OIL COMPANY LIMITED	Talent Oil and Gas Ltd.	PHOENIX CDA OIL LTD	B	Feb/85		1200		827006
PLACER DEVELOPMENT LIMITED	Eckersley, John A. Stock Purchase Plan	PLACER DEV LTD	SI	Feb/85 Feb/85	1	41	500	1000 425
	Forney, Laurence B.		DISI	Feb/85	IR			1000
	Hinson, James	SECURITIES	SI	Feb/85	IR			---
	Masters, Kenneth E.		SI	Feb/85	IR			---
	Tolar, Byron L.		SI	Feb/85	IR			---
	Williams, John W.		SI	Feb/85	IR			---
	Wren, Jr. Thomas W.		S	Feb/85	IR			---
POTTER DISTILLERIES LTD	Terry, Colin Thomas John RRSP Terry, Harold John Cameron Amended	POTTER DISTILLERIES LTD CL A	DS	Mar/85 Mar/85	M M 1	2351	2351	5873 4115
			DS	Mar/85		220		22562

REPORTING ISSUER	INSIDER	SECURITY	REL'N	TRANS DATE	TYPE	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
POTTER DISTILLERIES LTD (Continued)	Terry, Harold John Cameron Amended Potter Holdings Ltd.	POTTER DISTILLERIES LTD CL A	DS	Mar/85	1			195963
POWER CORPORATION OF CANADA	Desmarais, Paul Gelco Enterprises Ltd. Transportation Management Corporation	POWER CORP PRT PFD \$.15	B	Feb/85	1	794		1712044
	MacAulay, John Blair Gaywood Investments Ltd	POWER CORP CDA	DI	Feb/85 Mar/85	1 1		100 1900	1075100 ---
PREMIUM EQUITY CORPORATION	Lambert, Ian D.	PREMIUM EQUITY CORP	B	Mar/85	IR			600000
PROVIGO INC.	Caisse De Depot Et Placement Du Quebec	PROVIGO INC		Feb/85			240737	5165716
	Turmel, Antoine Turau Investments Inc.		DS	Feb/85 Feb/85			60000 40000	4185 35400
PUBLIC SERVICE ELECTRIC AND GAS COMPANY	Desanti, Fredrick R.	PUBLIC SVC ELEC & GAS CO	S	Feb/85	Z	145		145
	Franklin, Robert H.		S	Feb/85		1		413
	Lerner, Irwin		D	Jan/85		500		782
	Peterman, Parker C.		S	Feb/85	Z	73		222
	Rogers, Kenneth C.		D	Jan/85		38		807
	Saller, William		S	Feb/85		1		294
	Smith, Robert S.		S	Feb/85	Z	39		438
PUISSANCE CORPORATION	Elder, Michael J.	PUISSANCE CORP	DS	Feb/85			10000	170150
QUAKER OATS COMPANY, THE	Baytos, Lawrence M.	QUAKER OATS CO	S	Feb/85			10186	14362
	Grant, John King		S	Feb/85			1500	500
RAILHEAD RESOURCES INC.	MacLean, David R. 463754 Ontario Inc.	RAILHEAD RES INC	B	Feb/85	1	12350		87944
	MacLean, Joan G. 463754 Ontario Inc.			Mar/85	1	1200		99944
RANCHMENS RESOURCES (1976) LTD.	Andrew, Richard William	RANCHMENS RES (1976) LTD CL B	D	Dec/84 Dec/84	F F	8195	8195	75150 ---
RANGER OIL LIMITED	Bowman, Gordon H.	RANCHMENS (1976) LTD CL B WTS RANGER OIL LTD	S	Feb/85	Z	1000		18600
	Dymont, Fred J. Wife		S	Feb/85 Feb/85	Z 1	1200		3000 600
REDPATH INDUSTRIES LIMITED	McEwen, Murray D. Bayne & Co. Eleanor McEwen Held in name of Trustee	REDPATH INDS LTD	DS	Mar/85 Mar/85 Mar/85	V 1 V 1 V 1	16000 2000 710		24000 3000 1065
	Millington, Carol A. Bayne & Co.		S	Mar/85		4000		6000
	Swan, A. John Bayne & Co.		S	Mar/85	V 1	18000		27000

REPORTING ISSUER	INSIDER	SECURITY	REL'N.	TRANS DATE	TYPE	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
REDPATH INDUSTRIES LIMITED (Continued)	Swan, A. John Trustee	REDPATH INDS LTD	S	Mar/85	1	684		1026
	Wilson, R. Lynton Company's Share Purchase Plan		DS					
	Wood, E. John Bayne & Co. Held in name of Trustee		S	Mar/85 Mar/85 Mar/85	V 1 V V 1 V 1	30806 12 12000 218		46209 18 18000 328
REED STENHOUSE COMPANIES LIMITED	Sanders, Brian G.	REED STENHOUSE LTD	S	Feb/85	T	216		5092
REITMAN'S (CANADA) LIMITED	Caisse De Depot Et Placement Du Quebec	REITMANS CDA LTD	B	Feb/85			34000	14900
RESOURCE SERVICE GROUP LTD.	Krasnow, Stephen Michael	RESOURCE SVC GROUP LTD WT	DS	Feb 85			20000	---
ROCKWELL INTERNATIONAL CORPORATION	Beall, Donald R. Sons Trustee for Mother	ROCKWELL INTL CORP	DS	Feb/85 Feb/85 Feb/85	G 1 1		1122	124378 10922 6400
	Rockwell, M. Bruce Voting Trust		D	Feb/85	1		6000	3804 123700
	Ronan, Arthur P.		S	Feb/85 Feb/85	X X	5200	3753	22565
ROXY PETROLEUM LTD.	Siragusa, Ross David Jr. Trustee	ROXY PETE LTD	DS	Feb/85 Feb/85 Feb/85			2000	97170 163618 185000
ROYAL BANK OF CANADA, THE	Dundas, Joseph Robert	ROYAL BK CDA	S	Sep/84		1030		1030
	Gorman, William James	ROYAL BK CDA	S	Mar/85		370		695
	MacNeill, Andrew S.	ROYAL BK CDA WT	S	Jan/85	IR			10000
	McIvor, Donald K.	ROYAL BK CDA	D	Mar/85		16		230
	McLaughlin, Earle w		D	Feb/85	T	431		11258
	Rafuse, Phillip J.	ROYAL BANK OF CDN CLASS A ROYAL BANK OF CDN SR B 1.45 PF ROYAL BANK OF CDN JUNE 88 WTS	S	Mar/85 Mar/85 Mar/85	IR IR IR			300 400 200
	Stewart, Hugh Carson Son	ROYAL BK CDA	S	Feb/85 Feb/85	1	12		745 6
ROYAL TRUSTCO LIMITED	Traynor, John B.	SECURITIES	S	Mar/85	IR			---
	Gray, Gordon Cecil Nominee	ROYAL TRUSTCO LTD WTS	SI	Feb/85 Feb/85	1		159696 270598	11188 ---
	Harrington, Conrad F Fethar Inv Ltd	ROYAL TRUSTCO LTD CL A CONV	D	Dec/84 Feb/85 Dec/84 Feb/85	T T T 1 1	2668 5336 12334		5336 -- 24668 20000
SCOTT'S HOSPITALITY INC.	Beckley, Michael J.	SCOTT'S HOSPITALITY SUB VTG	SI	Feb/85 Feb/85	IR		1500	1500
	Shingler, John A.		SI	Feb/85 Feb/85	IR		1500	1500
	Zaritzky, George J		SI	Feb/85	IR			1500

REPORTING ISSUER	INSIDER	SECURITY	REL'N	TRANS DATE	TYPE	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
SCOTT'S HOSPITALITY INC. (Continued)	Zaritzky, George J	SCOTTS HOSPITALITY SUB VTG	SI	Feb/85			1500	---
SEABRIGHT RESOURCES INC	McCartney, William S.	SEABRIGHT RES INC	D	Feb/85		16000		232166
SEAWAY MULTI-CORP. LIMITED	Empeaco Limited	SEAWAY MULTI CORP		Feb/85		22		121583
	Happyco Enterprises Limited			Feb/85		22		121583
	Jaylevy Limited			Feb/85		22		121583
	Levy, Joyce			Mar/85	IR			3325
	Peplevy Corporation Limited		B	Feb/85		99		683123
SELKIRK COMMUNICATIONS LIMITED	Baker, Kenneth A.	SELKIRK COMM LTD CL A	S	Feb/85 Feb/85		408 6		738
	Handley, Sherry P.		S	Dec/84	IR			22
	Southam Inc.		B	Feb/85		11200		3961960
SHELL OIL COMPANY	Threet, Jack C.	SHELL OIL CO	S	Feb/85			8000	2300
SHELTER OIL & GAS LTD.	CBC Pension Board of Trustees	SHELTER OIL & GAS LTD	B	Feb/85		495000		1986800
SIENNA RESOURCES LIMITED	Richels, John RRSP	SIENNA RES LTD	D	Feb/85		1	9900	---
SILCORP LIMITED	Findlay, Eric Fraser Frafin Corporation	SILCORP LTD CL A	S	Feb/85		1	10000	56526
SILVERTON RESOURCES LTD.	Campbell, Harry S. Amended RRSP	SILVERTON RES LTD	D	Dec/84 Dec/84		11177 1		50484 5400
SPINDLE TOP ENERGY & RESOURCES INC.	Cadre Corporation	SPINDLE TOP ENERGY & RES INC	B	Feb/85		1000		112584
STANDARD OIL COMPANY (INDIANA)	Cozad, James W.	STANDARD OIL CO IND	DS	Feb/85	G		150	44549
STERLING TRUST CORPORATION	Morrow, Richard M.		D	Feb/85	F	5402		35721
SULLIVAN MINES INC	Vanderlugt, Harry R.	STERLING TRUST CORP	D	Feb/85	IR			250
	Societe Quebecoise d'Exploration Miniere Soquemines Inc.	SULLIVAN MINES INC	B	Feb/85		1		2612900
SULPETRO LIMITED	Church, Douglas H. RRSP	SULPETRO LTD.	S	Dec/84 Dec/84	M M	900 1	900	1200 1550
TALCORP LIMITED	Brissender, Richard William	TALCORP LTD CONV PREF	DS	Feb/85			8500	---
TEXACO CANADA INC.	Stackhouse, Russell A. L	TEXACO CDA INC	S	Feb/85	M	173		1045
	Taylor, Norman E. Nominee		S	Feb/85		1	2795	3119 1686
TEXAS EASTERN CORPORATION	O'Connor, Ralph S Highland Resources Inc. Marian & Speros Marel Foundation	TEXAS EASTERN CORP	D	Feb/85 Feb/85		4000 1		73000 4000
				Feb/85		1		500

REPORTING ISSUER	INSIDER	SECURITY	REL 'N	TRANS DATE	TYPE	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
TEXAS EASTERN CORPORATION (Continued)	O'Connor, Ralph S. Self as Co-trustee for Children Wife as Co-executor of Estate	TEXAS EASTERN CORP	D	Feb/85	1			6144
				Feb/85	1			475920
TIBER ENERGY CORPORATION	Tiber Energy Corporation	TIBER ENERGY CORP		Feb 85		8300		8300
TORSTAR CORPORATION	Catto, William M.	TORSTAR CORP 1982 SER PREF	SI	Mar/85	IR			2000
TRANSALTA RESOURCES CORPORATION	TransAlta Utilities Corporation	TRANSALTA RES CORP	B	Mar/85	E	22646	22646	8802327
		TRANSALTA RES \$1.40 CV 2ND PFD		Mar/85	E			224049
TRANSCANADA PIPELINES LIMITED	Bell Canada Enterprises Inc. Amended Pension Fund for Employees of Bell-Northern Research Pension Fund for Employees of Northern Telecom Limited	TRANSCANADA PPLNS LTD	B	Jan/85	T	596245		45555262
TRANSCONTINENTAL RESOURCES LIMITED	Milner, John Rochfort Renlim Investments Limited Wife	TRANSCONT RES LTD	D	Feb/85	1	500		1066100
				Feb/85	1	20000		88500
TRILLIUM TELEPHONE SYSTEMS INC	Everard, John	SECURITIES	SI	Mar/85	IR		10000	---
TRILON FINANCIAL CORPORATION	Simmons, Douglas Rodger	TRILON FINL CORP CL A	D	Mar/85			100	---
TRINITY RESOURCES LTD.	Schulich, Seymour Nevada Capital Corp. Ltd.	TRINITY RES LTD	DS	Feb/85	1		50000	100166
UNICAN SECURITY SYSTEMS LTD.	Fish, Aaron M. A.M. Fish Holdings Ltd. Arbet Ltd.	UNICAN SEC SYS LTD	DSB	Feb 85				15904
				Feb/85	1		500	311020
				Feb/85	1			22000
UNION ENTERPRISES LTD.	Bellringer, Stephen Terrence Employee Share Ownership Plan	UNION ENTERPRISES LTD	S	Feb/85	M	1623		19214
	Mann, George S. Unicorp Canada Corporation			Feb/85	M 1		1623	---
URBAN RESOURCES LIMITED	Caldwell, Thomas S. CanNor Resources Ltd.	URBAN RES LTD	DS	Mar 85	1	3065258		19887639
				Feb/85	1	30000		48001
				Feb/85				60000
VAN DERHOUT ASSOCIATES LIMITED	Pedigo, Gary D.	VAN DER HOUT ASSOC	DS	Mar/85	IR			1000
VS SERVICES LTD.	Chant, Dixon Samuel	VS SERVICES LTD	DS	Feb/85			1400	8601
WAVERBOARD CORPORATION LIMITED	Lavigne, J. Conrad JCL Corporation	WAVERBOARD LTD	D	Jan/85		6000		32042
				Feb/85	1	416		241918
				Feb/85		3177		
WAJAX LIMITED	Lavigne, J. Conrad Sobey, Donald R.	WAVERBOARD CORP LTD CL A WAJAX LTD CL B CONV	D D	Feb/85		253		19123
				Mar/85	T	106		2923

REPORTING ISSUER	INSIDER	SECURITY	REL'N.	TRANS DATE	TYPE	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
WAJAX LIMITED (Continued)	Sobey, Donald R. Donald R. Sobey Investments Ltd	WAJAX LTD CL B CONV	D	Mar/85	T 1	1358		37357
WALWYN INC	Allan, David Geoffrey Peter RRSP	WALWYN INC	DSI	Feb/85 Feb/85 Feb/85	1	1000	1200 1000	25024 1000
	Graham, Wm Blair		DSI	Feb/85			4000	21890
	Horn, Philip B.		S	Feb/85			400	15350
	Peake, Thomas A.		DSI	Feb/85			12000	28266
WARDAIR INTERNATIONAL LTD.	ward, Maxwell *	WARDAIR INTL LTD	DSB	Feb/85			100000	2331588
	Wilkie, Ian C.	SECURITIES	S	Mar/85	IR			---
	Willard, Allen K.		S	Mar/85	IR			---
WARREN EXPLORATIONS LIMITED	Cooke, S.P. Michael	WARREN EXPL LTD	DS	Feb/85 Feb/85 Feb/85	X	637075 2000	50000	1080361
WESTWIN RESOURCES LIMITED	Dionne, Gilles-M. Mitchell, R. A.	WESTWIN RES LTD	D	Mar/85	IR			600
	Walton, John S. Canada Trust as Trustee		D	Oct/84 Feb/85		400	1200	3206
WITCO CHEMICAL CORPORATION	Golubock, Harvey L.	WITCO CHEM CORP	S	Mar/85	1	1279		2741
	Jury, John R.		S	Feb/85 Feb/85		1284	600	1684
	Samuel, Dan J.		D	Feb/85	X	840		2228
	Yaseen, Leonard C.		D	Feb/85		100		100
	Patterson, Tom A.		D	Oct/84		2500		6250
YORK RESOURCES N.L.		YORK RES N L	DSI	Jan/85	E	35300		35300

CHAPTER 8
NOTICES OF EXEMPT FINANCINGS

REPORTS OF TRADES SUBMITTED ON FORM 20
UNDER THE SECURITIES ACT 1980

TRANSACTION DATE	PURCHASER	SECURITY	PRICE (\$)	AMOUNT
Mar. 05, 1985	Moss, Ralph	ENERCAN GROUP INC., THE DEBENTURE	25,000 U.S.	\$25,000
Mar. 01, 1985	Toronto-Dominion Bank, The	I.T.L. INDUSTRIES LIMITED SECOND PREFERENCE SERIES I SHARES	99,996	8,333 share(s)
Mar. 01, 1985	Toronto-Dominion Bank, The	I.T.L. INDUSTRIES LIMITED SECOND PREFERENCE SERIES II SHARES	900,000	75,000 share(s)
Feb. 21, 1985	CMP 1985 Mineral Partnership and Company, Limited	KERR ADDISON MINES LIMITED COMMON SHARES	3,000,000	115,385 share(s)
Feb. 21, 1985	CMP 1985 Mineral Partnership and Company, Limited	MASCOT GOLD MINES LIMITED COMMON SHARES	1,500,000	823,046 share(s)
Feb. 21, 1985	CMP 1985 Mineral Partnership and Company, Limited	MUSCOCHO EXPLORATIONS LIMITED - COMMON SHARES	3,000,000	1,076,813 share(s)
Feb. 21, 1985	Northgate Exploration Limited	NAPIWA RESOURCES INC. - UNITS	153,573	260,000 unit(s)
Feb. 25, 1985	Grator and Co.	NATIONAL BUSINESS SYSTEMS INC. COMMON SHARES	35,493	19,415 share(s)
Feb. 28, 1985	Birchgate Development Corporation, Ltd.	NMR CENTERS INC. COMMON SHARES	9,500	19,000 share(s)
"	Burns Syndicate	"	"	80,000 share(s)
"	Fossum Investments	"	"	110,000 share(s)
"	Galleon Realty, Limited	"	"	50,000 share(s)
"	Growth Equity Fund Limited	"	"	200,000 share(s)
"	Joronda Resources, Limited	"	"	525,000 share(s)
"	Patterson, William G.	"	"	15,000 share(s)
"	Shully, Allen L.	"	"	10,000 share(s)
"	Thompson, William E.	"	"	10,000 "
"	VYCO, Limited	"	"	20,000 share(s)
"	Wickison, Lorne T.	"	"	10,000 share(s)
"	Wilstep Investments, Limited	"	"	20,000 share(s)
Feb. 07, 1985	Laidlaw Transportation Limited	NORTH CANADIAN OILS LIMITED CLASS A SERIES I PREFERRED SHARES	5,000,000	200,000 share(s)
Feb. 28, 1985	Sun Life Assurance Company of Canada	NORTHERN TELECOM LIMITED COMMON SHARES	1,138,941	22,246 share(s)
Feb. 26, 1985	Lambert, Ian D.	PREMIUM EQUITY CORPORATION COMMON SHARES	120,000	600,000 share(s)
Mar. 01, 1985	Association de bienfaisance et de retraite des Policiers de la Communaute Urbaine de Montreal	RT EUROPAC FUND - UNITS	500,085	43,335 unit(s)

REPORTS OF TRADES SUBMITTED ON FORM 20
UNDER THE SECURITIES ACT 1980

TRANSACTION DATE	PURCHASER	SECURITY	PRICE (\$)	AMOUNT
Dec. 05, 1984	606970 Ontario Limited	SAULT MEADOWS ENERGY CORPORATION - UNITS	5,000	7,500 share(s)
"	Brown, G.	"	"	7,500 "
"	Calow, T. A.	"	10,000	15,000 share(s)
"	Coulter, H.	"	15,000	22,500 share(s)
"	Dottor, J.	"	5,000	7,500 share(s)
"	Dottor, L.	"	"	7,500 "
"	First Canadian Energy Corporation	"	25,000	37,500 share(s)
"	Fitzgerald, T. E.	"	5,000	7,500 share(s)
"	Janes, D.	"	"	7,500 "
"	Lewis, Elliot	"	25,000	37,500 share(s)
"	McCloskey, R.	"	5,000	7,500 share(s)
"	Stubbs, J. D.	"	"	7,500 "
"	Stubbs, M. D.	"	10,000	15,000 share(s)
"	Stubbs, R. A.	"	"	15,000 "
"	Stubbs, T.A.	"	11,000	16,500 share(s)
"	Tibbles, J.	"	5,000	7,500 share(s)
Feb. 26, 1985	B. G. Acorn Fund	SED SYSTEMS INC. - UNITS	525,000	5 unit(s)
Feb. 27, 1985	Canada Permanent Trust Company A/C 260050-00	"	105,000	1 unit(s)
Feb. 26, 1985	Citibank Canada	"	1,050,000	10 unit(s)
"	Saskatchewan auto Fund	"	315,000	3 unit(s)
"	Saskatchewan Government Insurance	"	525,000	5 unit(s)
"	Saskatchewan Government Insurance	"	"	5 "
"	Teachers Superannuation (Saskatchewan) Sask. Department of Finance Investment and Financial Service Branch	"	"	5 "
Feb. 28, 1985	Algoma Steel Corporation Limited, The	SUPERIOR LIMITED PARTNERSHIP, THE - PROMISSORY NOTE	90,460,000	One
Feb. 28, 1985	Canadian Pacific Limited	SUPERIOR LIMITED PARTNERSHIP, THE - UNITS	365,732.100	225 unit(s)
Feb. 28, 1985	Thompson, Christopher M. T.	VENTURESTRIDENT. L.P. LIMITED PARTNERSHIP	50,000 U.S.	One

REPORTS OF TRADES SUBMITTED ON FORM 20
UNDER THE SECURITIES ACT 1980

TRANSACTION DATE	PURCHASER	SECURITY	PRICE (\$)	AMOUNT
Feb. 28, 1985	Jagger, Kenneth	WCS PARTNERSHIP - UNITS	108,850	2 unit(s)
"	Jamieson, Ian	" "	"	2 "
Mar. 01, 1985	Ellis, Olive	WINE CANADA LIMITED COMMON SHARES	16	16 share(s)
"	Hare, John R.	" "	"	16 "
"	Lamb, Ronald	" "	"	16 "
"	Resnick, Arlene	" "	"	16 "
"	Stewart, John G.	" "	"	16 "
Mar. 01, 1985	Ellis, Olive	WINE CANADA LIMITED PREFERENCE SHARES	9,984	16 share(s)
"	Hare, John R.	" "	"	16 "
"	Lamb, Ronald	" "	"	16 "
"	Resnick, Arlene	" "	"	16 "
"	Stewart, John G.	" "	"	16 "

RESALE OF SECURITIES

FORM - 21

<u>DATE OF RESALE</u>	<u>DATE OF ORIG PURCHASE</u>	<u>SELLER</u>	<u>SECURITY</u>	<u>PRICE (\$)</u>	<u>AMOUNT</u>
Mar. 07, 1985	Jul. 08, 1983	Mutual Life Assurance Company of Canada, The	ACKLANDS LTD. - COMMON SHARES	36,800	2,300 share(s)
Mar. 13, 1985	"	"	"	369,600	23,100 "
Mar. 05, 1985	Nov. 17, 1981	Canada Permanent Trust Company	COMPUTER INNOVATIONS DISTRIBUTION - COMMON SHARES	62,600	33,476 share(s)
Feb. 22, 1985	Aug. 20, 1981	W.J.V. Sheridan	EDEN ROC MINERAL CORP. COMMON SHARES	2,600	5,000 share(s)
Feb. 28, 1985	"	"	"	3,000	5,000 "
Mar. 04, 1985	Mar. 18, 1983	Montreal Trust Company of Canada A/C T903590	FATHOM OCEANOLOGY LIMITED COMMON SHARES	100,000	25,000 share(s)
Jan. 29, 1985	Mar. 18, 1983	Montreal Trust Company of Canada A/C T909720	"	68,000	17,000 "
Feb. 18, 1985	"	"	"	32,000	8,000 "
Jan. 29, 1985	Mar. 18, 1983	Montreal Trust Company of Canada A/C T929680	"	26,000	6,500 "
Feb. 08, 1985	"	"	"	62,000	15,500 "
Feb. 11, 1985	"	"	"	12,800	3,200 "
Feb. 15, 1985	"	"	"	14,000	3,500 "
Feb. 19, 1985	"	"	"	20,800	5,200 "
Feb. 20, 1985	"	"	"	21,200	5,300 "
Feb. 21, 1985	"	"	"	43,200	10,800 "
Feb. 12, 1985	Mar. 18, 1983	Montreal Trust Company of Canada A/C T942460	"	23,200	5,800 "
Feb. 18, 1985	"	"	"	76,800	19,200 "
Feb. 18, 1985	Jan. 27, 1984	Montreal Trust Company of Canada A/C T907940	GEAC COMPUTER CORPORATION LIMITED - COMMON SHARES	153,125	7,000 share(s)
Feb. 20, 1985	"	"	"	48,125	2,200 "
"	"	"	"	126,875	5,800 "
Feb. 11, 1985	Oct. 26, 1983	Montreal Trust Company of Canada A/C T942460	GOLDALE INVESTMENTS LIMITED COMMON SHARES	20,500	5,000 share(s)
Feb. 12, 1985	"	"	"	10,250	2,500 "
Feb. 13, 1985	"	"	"	15,170	3,700 "
Feb. 14, 1985	"	"	"	6,150	1,500 "
Feb. 20, 1985	"	"	"	7,380	1,800 "
Feb. 21, 1985	"	"	"	145,450	35,500 "
Jan. 31, 1985	Aug. 04, 1983	Montreal Trust Company of Canada A/C T902490	HAYES-DANA INC. COMMON SHARES	57,600	4,800 share(s)

RESALE OF SECURITIES

FORM - 21

DATE OF RESALE	DATE OF ORIG PURCHASE	SELLER	SECURITY	PRICE (\$)	AMOUNT
Feb. 02, 1985	Aug. 04, 1983	Montreal Trust Company of Canada A/C T902490	HAYES-DANA INC. COMMON SHARES	24,000	2,000 share(s)
Feb. 06, 1985	Nov. 21, 1983	Montreal Trust Company of Canada A/C T903600	LAIDLAW TRANSPORTATION LIMITED CLASS B SHARES	148,437	25,000 share(s)
Feb. 05, 1985	Nov. 21, 1983	Montreal Trust Company of Canada A/C T907590	" "	29,687	5,000 "
Feb. 06, 1985	"	"	" "	44,531	7,500 "
Feb. 22, 1985	Mar. 02, 1983	Investors Mutual of Canada Ltd	MAGNA INTERNATIONAL INC. COMMON SHARES	625,000	25,000 share(s)
Jan. 22, 1985	Aug. 18, 1983	Montreal Trust Company of Canada A/C T932310	OAKWOOD PETROLEUM LTD. CLASS A SHARES	337,500	33,750 share(s)
Feb. 04, 1985	"	"	" "	179,000	17,900 "
Feb. 05, 1985	"	"	" "	63,000	6,300 "
Feb. 07, 1985	"	"	" "	95,500	9,550 "
Feb. 15, 1985	Jun. 27, 1983	Montreal Trust Company of Canada A/C T942460	PEOPLES JEWELLERS LIMITED CLASS A SHARES	315,000	30,000 share(s)
Feb. 19, 1985	Mar. 10, 1983	Trident Resources Inc.	SCINTILORE EXPLORATIONS LIMITED - COMMON SHARES	5,550	5,000 share(s)
Feb. 28, 1985	"	"	" "	5,150	5,000 "
Feb. 12, 1985	Feb. 22, 1983	Montreal Trust Company of Canada A/C T942460	TRIMAC LIMITED - COMMON SHARES	101,250	15,000 share(s)
Feb. 19, 1985	Feb. 06, 1981	Dofasco Supplementary Retirement Income Plan	VULCAN INDUSTRIAL PACKAGING COMMON SHARES	31,000	10,000 share(s)
Feb. 20, 1985	"	"	" "	12,285	3,900 "

NOTICE OF INTENTION TO DISTRIBUTE SECURITIES PURSUANT TO SUBSECTION 7 OF SECTION 71

SELLER	SECURITY	AMOUNT
Parkland Properties Ltd.	PARKLAND INDUSTRIES LTD. - CAPITAL STOCK	10,000 share(s)
Boos, Bernard	SEEMAR MINES LTD. - COMMON SHARES	100,000 "
Caplan, Flora	STEINBERG INC. - COMMON SHARES REPRESENTED BY VOTING TRUST CERTIFICATES	25,615 "
Caplan, Linda	" "	4,383 "
Hershaw Corp.	" "	79,998 "
JIB Investments Limited	" "	59,998 "
Rafman, Lily	" "	29,988 "
Steinberg, Morris	" "	60,000 "
Dobrin, Mitzi	STEINBERG INC. - NON-VOTING CLASS A SHARES	25,000 "

CHAPTER 9

TAKE-OVER BIDS, ISSUER BIDS

9.1 TAKE-OVER BIDS, ISSUER BIDS

TAKE-OVER BIDS, ISSUER BIDS

SECURITY HOME FINANCING LIMITED *#
(OFFEROR)

FIDMOR MORTGAGE INVESTORS CORPORATION
(OFFEREE)

VARIATION OF OFFER

POTTER DISTILLERIES LTD.

NOTICE OF INTENTION - FORM 35

NORCEN ENERGY RESOURCES LIMITED

TIBER ENERGY CORPORATION

TRANS-CANADA RESOURCES LTD.

* Cash Offer

Warrants

CHAPTER 10
CONTINUOUS DISCLOSURE FILINGS

Public Documents Filed with the Ontario Securities Commission

ISSUER	TITLE
132845 CANADA LTD.	TAKEOVER/FORM 35
132845 CANADA LTD.	TAKEOVER/FORM 35
ABITIBI-PRICE INC.	TAKEOVER/FORM 35
ACCESS BANKING NETWORK INC.	IFS 3 MN DE 31 84
ACCORD RESOURCES INC.	FORM 27-MAT. CHANGE
ADANAC MINING & EXPLORATION LTD.	CERTIF. OF MAILING
AGGRESSIVE MINING LTD.	IFS 6 MN FE 28 85
AGRA INDUSTRIES LIMITED	DIVIDEND NOTICE
AGRA INDUSTRIES LIMITED	PRIVATE PLACEMENTS
AGRA INDUSTRIES LIMITED	T.S.E. MATERIAL
AIGUEBELLE RESOURCES INC.	PRESS RELEASE
ALADIN MINERALS LIMITED	IFS 6 MN JA 31 85
ALBANY OIL & GAS LIMITED	TAKEOVER/FORM 35
ALBANY OIL & GAS LIMITED	T.S.E. MATERIAL
ALBERTA ENERGY COMPANY LTD.	ANNUAL REPORT
ALBERTA ENERGY COMPANY LTD.	SHRHLDRS. MTNG. MAT.
ALBERTA NATURAL GAS COMPANY LTD.	PRESS RELEASE
ALBERTA NATURAL GAS COMPANY LTD.	PRESS RELEASE
ALCAN ALUMINIUM LIMITED	SHRHLDRS. MTNG. MAT.
ALCAN ALUMINIUM LIMITED	PRESS RELEASE
ALCAN ALUMINIUM LIMITED	PRESS RELEASE
ALGOMA CENTRAL RAILWAY	PRESS RELEASE
ALGONQUIN MERCANTILE CORPORATION	IFS 9 MN DE 31 84
ALLIED CORPORATION	ANNUAL REPORT
ALLIED CORPORATION	FORM 10K
ALTON CORPORATION, THE	AUD. ANN. FIN. STMT.
ALTON CORPORATION, THE	MERGER-AMALGAMATION
ALTON CORPORATION, THE	SHRHLDRS. MTNG. MAT.
ALUMINUM COMPANY OF CANADA LTD.	ANNUAL REPORT
AMCA INTERNATIONAL LIMITED	RESULTS - YEAR ENDED
AME LIMITED	APPLICATION
AMERICAN CHROMIUM LIMITED	IFS 6 MN DE 31 84
ANDROCK INC.	PRESS RELEASE
ANGLO ENERGY LIMITED	10Q 3 MN DE 31 84
ANYOX METALS LIMITED	PRESS RELEASE
ANYOX METALS LIMITED	PRIVATE PLACEMENTS
ARBOR CAPITAL RESOURCES INC.	PRIVATE PLACEMENTS
ARGENTEX RESOURCE EXPLORATION CORP.	EXEMPT FIN. NOTICE
ARGENTEX RESOURCE EXPLORATION CORP.	LET. TO SHAREHOLDERS
ARGUS CORPORATION LIMITED	PRESS RELEASE
ARGUS CORPORATION LIMITED	PRESS RELEASE
ARGYLL ENERGY CORPORATION	FINANCIAL RESULTS -
ARGYLL ENERGY CORPORATION	PRESS RELEASE
ASAMERA INC.	PRESS RELEASE
ASTRAL BELLEVUE PATHE INC.	PRESS RELEASE
ATCO LTD.	IFS 9 MN DE 31 84
ATCO LTD.	PRESS RELEASE
ATCO LTD.	SHARE PURCHASE WARRA

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ISSUER	TITLE
ATLANTIC RICHFIELD COMPANY	FORM 10K
ATLAS YELLOWKNIFE RESOURCES LIMITED	ANNUAL REPORT
ATLAS YELLOWKNIFE RESOURCES LIMITED	LET. TO SHAREHOLDERS
ATLAS YELLOWKNIFE RESOURCES LIMITED	SHRHLDRS. MTNG. MAT.
ATLAS YELLOWKNIFE RESOURCES LIMITED	LET. TO SHAREHOLDERS
AUR RESOURCES INC.	SHRHLDRS. MTNG. MAT.
AUR RESOURCES INC.	CANADIAN RESEARCH RE
AUSNORAM HOLDINGS LIMITED	IFS 6 MN DE 31 84
AVINDA VIDEO INCORPORATED	IFS 3 MN DE 31 84
B.T. SPECIAL EQUITY FUND	PRIVATE PLACEMENTS
B.T. SPECIAL EQUITY FUND	PRIVATE PLACEMENTS
B.Y.G. NATURAL RESOURCES INC.	AUD. ANN. FIN. STMT.
BANISTER CONTINENTAL LTD.	PRESS RELEASE
BANK OF ALBERTA	PRESS RELEASE
BANK OF NOVA SCOTIA	SHAREHOLDER DIVIDEND
BANK OF NOVA SCOTIA	ANNUAL INFO. FORM
BARBECON INC.	PRESS RELEASE
BARBECON INC.	TAKEOVER/FORM 35
BARRICK RESOURCES CORPORATION	PRESS RELEASE
BAY TERRACE PARTNERSHIP	AUD. ANN. FIN. STMT.
BAY TERRACE PARTNERSHIP	IFS 12 MN NO 30 84
BC RAIL LTD.	APPLICATION
BCI MANAGEMENT CORP.	IFS 6 MN DE 31 84
BELL CANADA	PRESS RELEASE
BELLS AND UTILITIES	IFS 6 MN DE 31 84
BENTALL CAPITAL CORPORATION	APPLICATION
BENTALL CAPITAL CORPORATION	RULING/ORDER/REASONS
BENTALL CAPITAL CORPORATION	T.S.E. MATERIAL
BLACK HAWK MINING INC.	ANNUAL REPORT
BLACK HAWK MINING INC.	SHRHLDRS. MTNG. MAT.
BLUESKY OIL AND GAS LTD.	PRESS RELEASE
BOLTON TREMBLAY INTERNATIONAL FUND	SHRHLDRS. MTNG. MAT.
BONAR INC.	PROFIT FOR 12 MONTHS
BONAR INC.	PRESS RELEASE
BONAVENTURE TECHNOLOGIES INC.	CHANGE OF AUDITORS
BORALEX INC.	APPLICATION
BORALEX INC.	RULING/ORDER/REASONS
BOW VALLEY INDUSTRIES LTD.	PRESS RELEASE
BOW VALLEY RESOURCE SERVICES LTD.	SHRHLDRS. MTNG. MAT.
BOW VALLEY RESOURCE SERVICES LTD.	SHRHLDRS. MTNG. MAT.
BP CANADA INC.	PRESS RELEASE
BP CANADA INC.	PRESS RELEASE
BP CANADA INC.	PRESS RELEASE
BRASCADE RESOURCES INC.	PRESS RELEASE
BRASCAN LIMITED	YEAR END RESULTS - D
BRASCAN LIMITED	PRESS RELEASE
BRASCAN LIMITED	PRESS RELEASE
BRASCAN LIMITED	DIVIDEND NOTICE

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BRITISH COLUMBIA RESOURCES INVESTMENT	PRESS RELEASE
BRITISH COLUMBIA TELEPHONE COMPANY	FORM 27-MAT. CHANGE
BRITISH COLUMBIA TELEPHONE COMPANY	T.S.E. MATERIAL
BRITISH PETROLEUM COMPANY P.L.C.	PRESS RELEASE
BRITISH PETROLEUM COMPANY P.L.C.	PRESS RELEASE
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BRITISH TELECOMMUNICATIONS PLC	PRESS RELEASE
BRITISH TELECOMMUNICATIONS PLC	PRESS RELEASE
BRITISH TELECOMMUNICATIONS PLC	PRESS RELEASE
BRITISH TELECOMMUNICATIONS PLC	PRESS RELEASE
BROULAN RESOURCES INC.	PRESS RELEASE
BRUNEAU MINING CORPORATION (NPL)	ANNUAL REPORT
BRUNEAU MINING CORPORATION (NPL)	CERTIFIED AUDITED ST
BRUNEAU MINING CORPORATION (NPL)	SHRHLDRS. MTNG. MAT.
BRUNEAU MINING CORPORATION (NPL)	SHRHLDRS. MTNG. MAT.
BULLOCK DIVIDEND FUND	APPENDICES TO PROSPE
BULLOCK DIVIDEND FUND	PRELIM. PROSPECTUS
C-I-L INC.	T.S.E. MATERIAL
CABOT TRUST COMPANY	AUD. ANN. FIN. STMT.
CALGROUP GRAPHICS CORPORATION LTD.	MERGER-AMALGAMATION
CALGROUP GRAPHICS CORPORATION LTD.	REPORT FROM YORKTON
CALGROUP GRAPHICS CORPORATION LTD.	PRESS RELEASE
CAMINO GOLD MINES LIMITED	RULING/ORDER/REASONS
CAMPBELL RESOURCES INC.	QUARTERLY RESULTS -
CAMPBELL RESOURCES INC.	IFS 6 MN DE 31 84
CAMRECO INC.	PRESS RELEASE
CAMRECO INC.	PRESS RELEASE
CANADA CUMULATIVE FUND	SHRHLDRS. MTNG. MAT.
CANADA DEVELOPMENT CORPORATION	PRESS RELEASE
CANADA MALTING CO. LIMITED	PRESS RELEASE
CANADA NORTHWEST ENERGY LIMITED	PRIVATE PLACEMENTS
CANADA NORTHWEST ENERGY LIMITED	CERTIF. OF MAILING
CANADA PERMANENT MORTGAGE CORPORATION	T.S.E. MATERIAL
CANADIAN COMMERCIAL BANK	PRESS RELEASE
CANADIAN DOLLAR INVESTMENTS (BERMUDA)	AUD. ANN. FIN. STMT.
CANADIAN DOLLAR INVESTMENTS (BERMUDA)	SHRHLDRS. MTNG. MAT.
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CANADIAN FOREMOST LTD.	PRESS RELEASE
CANADIAN FOUNDATION COMPANY LTD.	PRESS RELEASE
CANADIAN FOUNDATION COMPANY LTD.	PRESS RELEASE
CANADIAN GAMES NETWORK INC., THE	RULING/ORDER/REASONS
CANADIAN GENERAL INVESTMENTS LIMITED	ANNUAL REPORT
CANADIAN IMPERIAL BANK OF COMMERCE	PRIVATE PLACEMENTS
CANADIAN IMPERIAL BANK OF COMMERCE	CONVERTIBLE CLASS B
CANADIAN IMPERIAL BANK OF COMMERCE	PRELIM. PROSPECTUS
CANADIAN INTERNATIONAL CONTAINER FLEET	APPLICATION
CANADIAN MANOIR INDUSTRIES LIMITED	PRESS RELEASE

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CANADIAN NATURAL RESOURCES LIMITED	PRESS RELEASE
CANADIAN OCCIDENTAL PETROLEUM LTD.	PRESS RELEASE
CANADIAN PACIFIC ENTERPRISES LIMITED	INCOME - YEAR ENDED
CANADIAN PACIFIC LIMITED	PRIVATE PLACEMENTS
CANADIAN PACIFIC LIMITED	PRESS RELEASE
CANADIAN PACIFIC LIMITED	PRESS RELEASE
CANADIAN PACIFIC LIMITED	PRESS RELEASE
CANADIAN SMALL COMPANY TRUST, THE	PRIVATE PLACEMENTS
CANADIAN WORLDWIDE ENERGY LIMITED	PRESS RELEASE
CANADIAN WORLDWIDE ENERGY LIMITED	DIVIDEND NOTICE
CANAMAX RESOURCES INC.	SHRHLDRS. MTNG. MAT.
CANAMAX RESOURCES INC.	SHRHLDRS. MTNG. MAT.
CANRON INC.	ANNUAL REPORT
CANRON INC.	SHRHLDRS. MTNG. MAT.
CAPILANO RESOURCES INC.	PRESS RELEASE
CARLING O'KEEFE LIMITED	PRESS RELEASE
CARMA LTD.	PRESS RELEASE
CARRIAGE SMALL BUSINESS VENTURES	CERTIF. OF MAILING
CASINO SILVER MINES LTD. (N.P.L.)	AUD. ANN. FIN. STMT.
CASINO SILVER MINES LTD. (N.P.L.)	SHRHLDRS. MTNG. MAT.
CCL INDUSTRIES INC.	PRESS RELEASE
CCL INDUSTRIES INC.	EXEMPT FIN. NOTICE
CCL INDUSTRIES INC.	T.S.E. MATERIAL
CDC LIFE SCIENCES INC.	PRESS RELEASE
CENTRAL TRUST COMPANY	ANNUAL REPORT
CENTRAL TRUST COMPANY	AUD. ANN. FIN. STMT.
CENTRAL TRUST COMPANY	SHRHLDRS. MTNG. MAT.
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CINCINNATI ENERGY CORP.	CHANGE DIRECTORS
CINEPLEX CORPORATION	PRESS RELEASE
CITADEL GOLD MINES INC.	AUD. ANN. FIN. STMT.
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CITADEL GOLD MINES INC.	IFS 3 MN DE 31 84
CMA SHORT-TERM DEPOSIT FUND	T.S.E. MATERIAL
CME RESOURCES INC.	IFS 9 MN DE 31 84
CME RESOURCES INC.	T.S.E. MATERIAL
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COMMERCE - UD INC.	AUD. ANN. FIN. STMT.
COMPU-HOME SYSTEMS INTERNATIONAL INC.	PROSPECTUS
CONSOLIDATED GRANDVIEW INC.	FORM 27-MAT. CHANGE
CONSOLIDATED IMPERIAL RESOURCES ENERGY	IFS 6 MN DE 31 84
CONSOLIDATED OIL & GAS INC.	FORM 10K
CONSOLIDATED REXSPAR MINERALS AND	ANNUAL REPORT
CONSOLIDATED REXSPAR MINERALS AND	SHRHLDRS. MTNG. MAT.

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ISSUER	TITLE
CONSOLIDATED SILVER STANDARD MINES	ANNUAL REPORT
CONSOLIDATED SILVER STANDARD MINES	SHRHLDRS. MTNG. MAT.
CONSOLIDATED-BATHURST INC.	PRESS RELEASE
CONSOLIDATED-BATHURST INC.	PRESS RELEASE
CONSUMERS GLASS COMPANY LIMITED	ANNUAL REPORT
CONSUMERS GLASS COMPANY LIMITED	SHRHLDRS. MTNG. MAT.
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CONTINENTAL BANK FINANCIAL CORPORATION	FORM 29 OR ACFC
CONTINENTAL BANK LEASING CORPORATION	FORM 29 OR ACFC
CONTINENTAL BANK OF CANADA	CERTIF. OF MAILING
CONTINENTAL BANK OF CANADA	MINUTES OF ANNUAL ME
CONTINENTAL BANK REALTY CORP.	FORM 29 OR ACFC
CONTINENTAL RESEARCH & DEVELOPMENT LTD.	IFS 9 MN DE 31 84
CONTINENTAL RESEARCH & DEVELOPMENT LTD.	PRIVATE PLACEMENTS
COOPER CANADA LIMITED	PRESS RELEASE
COOPER CANADA LIMITED	PRESS RELEASE
CORPORATE FOODS LIMITED	LET. TO SHAREHOLDERS
CORPORATE FOODS LIMITED	LET. TO SHAREHOLDERS
COSEKA RESOURCES LIMITED	T.S.E. MATERIAL
COSTAIN LIMITED	LET. TO SHAREHOLDERS
COUNSEL TRUST COMPANY	PRESS RELEASE
COUNSEL TRUST COMPANY	PRESS RELEASE
CROWNBRIDGE INDUSTRIES INC.	PRESS RELEASE
CROWNX INC.	PRESS RELEASE
CUVIER MINES INC.	T.S.E. MATERIAL
D.H. HOWDEN & CO. LIMITED	PRESS RELEASE
DAON DEVELOPMENT CORPORATION	PRESS RELEASE
DAON DEVELOPMENT CORPORATION	PRESS RELEASE
DAON DEVELOPMENT CORPORATION	PRESS RELEASE
DAON DEVELOPMENT CORPORATION	T.S.E. MATERIAL
DART & KRAFT INC.	PRESS RELEASE
DEB CANADIAN EXPLORATIONS 1977	ANNUAL REPORT
DEB CANADIAN EXPLORATIONS 1978	ANNUAL REPORT
DENISON MINES LTD.	PRESS RELEASE
DENISON MINES LTD.	T.S.E. MATERIAL
DENISON MINES LTD.	T.S.E. MATERIAL
DENISON MINES LTD.	T.S.E. MATERIAL
DEXLEIGH CORPORATION	NET INCOME FOR THE T
DOFASCO INC.	EXEMPT FIN. NOTICE
DOFASCO INC.	PRESS RELEASE
DOME MINES LIMITED	PRIVATE PLACEMENTS
DOME PETROLEUM LIMITED	APPLICATION
DOME PETROLEUM LIMITED	RULING/ORDER/REASONS
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DOMINION LIFE ASSURANCE COMPANY, THE	TAKEOVER/FORM 35
DOMINION TEXTILE INC.	IFS 6 MN DE 31 84
DOMINION TEXTILE INC.	TERMINATION OF ACTIV
DOMINION TEXTILE INC.	PRESS RELEASE

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DREADNOUGHT INVESTMENTS LIMITED	SHRHLDRS. MTNG. MAT.
DRG INC.	PRESS RELEASE
DRG INC.	SHRHLDRS. MTNG. MAT.
DUBENSKI GOLD MINES LIMITED	AUD. ANN. FIN. STMT.
DUOMETAL (1984) INC.	RULING/ORDER/REASONS
DURHAM RESOURCES INC.	T.S.E. MATERIAL
DYNAMAR ENERGY LIMITED	PRESS RELEASE
EASTERN BAKERIES LIMITED	IFS 12 WK JA 26 85
ECHO BAY MINES LTD.	T.S.E. MATERIAL
ECHO BAY MINES LTD.	PRESS RELEASE
EMCO LIMITED	FINANCIAL RESULTS -
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EQUICAN VENTURES INC.	IFS 6 MN DE 31 84
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ETHYL CORPORATION	PRESS RELEASE
EVERGREEN INTERNATIONAL CORP.	SHRHLDRS. MTNG. MAT.
FAIRFAX BAY RESOURCES INC.	PROSPECTUS
FALCONBRIDGE LIMITED	T.S.E. MATERIAL
FALCONBRIDGE LIMITED	PROSPECTUS
FATHOM OCEANOLOGY LIMITED	T.S.E. MATERIAL
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FIRST CANADIAN MORTGAGE FUND	ANNUAL REPORT
FIRST CITY FINANCIAL CORPORATION LTD.	PRESS RELEASE
FIRST CITY TRUST COMPANY	PRESS RELEASE
FIRST UNITED CAPITAL INC.	RULING/ORDER/REASONS
FLAG RESOURCES (1985) LIMITED	NAME CHANGE
FLEET AEROSPACE CORPORATION	PRESS RELEASE
FORD MOTOR COMPANY OF CANADA LTD.	PRESS RELEASE
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FORD MOTOR COMPANY OF CANADA LTD.	FORM 27-MAT. CHANGE
FRANCO-NEVADA MINING CORPORATION LIMITED	CERTIF. OF MAILING
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G & B AUTOMATED EQUIPMENT LIMITED	SHARE OPTIONS
GANDALF TECHNOLOGIES INC.	PRESS RELEASE
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GAS , THE FRIGHT , COMICS	UNAUDITED FINANCIAL
GAS , THE FRIGHT , COMICS	REVENUE AND EXPENSES
GEAC COMPUTER CORPORATION LIMITED	PRESS RELEASE
GEAC COMPUTER CORPORATION LIMITED	PRESS RELEASE

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GEDDES RESOURCES LIMITED	SHARES ISSUED TO SUB
GEMINI FOOD CORPORATION	IFS 9 MN DE 31 84
GENSTAR CORPORATION	PRESS RELEASE
GIBRALTAR MINES LIMITED	CERTIF. OF MAILING
GLAMIS GOLD LTD.	IFS 6 MN DE 31 84
GLENCAIR RESOURCES INC.	IFS 9 MN DE 31 84
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GLOBAL MARINE INC.	ANNUAL REPORT
GOLD HILL RESOURCES INC.	IFS 6 MN JA 31 85
GOLDCORP INVESTMENTS LIMITED	FORM 27-MAT. CHANGE
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GOLDEN RANGE RESOURCES INC.	IFS 3 MN DE 31 84
GOLDENBELL RESOURCES INCORPORATED	AUD. ANN. FIN. STMT.
GOLDENBELL RESOURCES INCORPORATED	SHRHLDRS. MTNG. MAT.
GOLDENBELL RESOURCES INCORPORATED	CHANGE OF AUDITORS
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GOLDSEARCH INC.	PRESS RELEASE
GOLDTRUST	ANNUAL REPORT
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GOTAAS-LARSEN SHIPPING CORPORATION	PRESS RELEASE
GRANGES EXPLORATION LTD.	PRESS RELEASE
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GREAT CAMERON LAKE RESOURCES INC.	PRESS RELEASE
GREAT PACIFIC INDUSTRIES INC.	PRESS RELEASE
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GREENWICH RESOURCES INC.	SHRHLDRS. MTNG. MAT.
GREENWICH RESOURCES INC.	PRESS RELEASE
GREENWICH RESOURCES INC.	T.S.E. MATERIAL
GREENWICH RESOURCES INC.	T.S.E. MATERIAL
GREY GOOSE CORPORATION LIMITED	T.S.E. MATERIAL
GREYHOUND LINES OF CANADA LTD.	FOURTH QUARTER REPOR
GROWTH INVESTMENT CORPORATION	T.S.E. MATERIAL
GUARANTY TRUST COMPANY OF CANADA	SIGNED FINANCIAL STA
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GULF CANADA LIMITED	PRESS RELEASE
H.W.I. RESOURCES INC.	AUD. ANN. FIN. STMT.
H.W.I. RESOURCES INC.	AUD. ANN. FIN. STMT.
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HALIFAX DEVELOPMENTS LIMITED	T.S.E. MATERIAL
HAMILTON GROUP LIMITED, THE	PRESS RELEASE
HAMMERSON PROPERTY INVESTMENT &	APPLICATION
HAMMERSON PROPERTY INVESTMENT &	RULING/ORDER/REASONS

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HARDEE FARMS INTERNATIONAL LTD.	IFS 9 MN DE 31 84
HARDING CARPETS LIMITED	PRESS RELEASE
HARDING CARPETS LIMITED	T.S.E. MATERIAL
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HARRIS STEEL GROUP INC.	CERTIF. OF MAILING
HARTCO ENTERPRISES INC.	T.S.E. MATERIAL
HARVEY WOODS LIMITED	APPLICATION
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HUDSON BAY MINING AND SMELTING CO.,	PRESS RELEASE
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HUGHES TOOL COMPANY	PRESS RELEASE
I.T.L. INDUSTRIES LIMITED	T.S.E. MATERIAL
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IMASCO LIMITED	PRESS RELEASE
IMASCO LIMITED	ANNUAL INFO. FORM
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INCO LIMITED	T.S.E. MATERIAL
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INTERNATIONAL HARVESTER CREDIT CORP. OF	FORM 29 OR ACFC
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INTERNATIONAL PHOENIX CAPITAL CORP.	AUD. ANN. FIN. STMT.
INTERNATIONAL PHOENIX CAPITAL CORP.	AUD. ANN. FIN. STMT.
INTERNATIONAL PHOENIX CAPITAL CORP.	AUD. ANN. FIN. STMT.
INTERNATIONAL PHOENIX CAPITAL CORP.	AUD. ANN. FIN. STMT.
INTERNATIONAL PHOENIX CAPITAL CORP.	SHRHLDRS. MTNG. MAT.
INTERNORTH INC.	ANNUAL REPORT
INTERNORTH INC.	SHRHLDRS. MTNG. MAT.

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ISSUER	TITLE
INVERNESS PETROLEUM LTD.	IFS 6 MN DE 31 84
INVERNESS PETROLEUM LTD.	CERTIF. OF MAILING
IRON BAY TRUST, THE	ANNUAL REPORT
JAMIE FRONTIER RESOURCES INC.	PRESS RELEASE
JAMIE FRONTIER RESOURCES INC.	T.S.E. MATERIAL
JAMIE FRONTIER RESOURCES INC.	T.S.E. MATERIAL
JAMIE FRONTIER RESOURCES INC.	T.S.E. MATERIAL
JAMIE FRONTIER RESOURCES INC.	FORM 27-MAT. CHANGE
JAYHAWK ENERGY RESOURCES INC.	FINANCIAL INFORMATIO
JAYHAWK ENERGY RESOURCES INC.	SHRHLDRS. MTNG. MAT.
JOHN LABATT LIMITED	PRESS RELEASE
JOHN LABATT LIMITED	PRESS RELEASE
JOHNSON MATTHEY PUBLIC LIMITED COMPANY	PRESS RELEASE
JOHNSON MATTHEY PUBLIC LIMITED COMPANY	MEETING OF DIRECTORS
KEEZIC RESOURCES LIMITED	IFS 9 MN DE 31 84
KEG RESTAURANTS LTD.	PRESS RELEASE
KERR ADDISON MINES LIMITED	PRESS RELEASE
KERR-MCGEE CORPORATION	PRESS RELEASE
KIDD CREEK MINES LTD.	PRESS RELEASE
KIDD CREEK MINES LTD.	PRESS RELEASE
KINGSBRIDGE APARTMENTS LIMITED	AUD. ANN. FIN. STMT.
KONTIKI LEAD & ZINC MINES LTD.	CHANGE OF AUDITORS
L. A. VARAH LTD.	IFS 3 MN DE 31 84
L.K. RESOURCES LTD.	INTERIM REPORT - 3 M
L.K. RESOURCES LTD.	PRESS RELEASE
LABMIN RESOURCES LIMITED	PRESS RELEASE
LAC MINERALS LTD.	PRESS RELEASE
LAC MINERALS LTD.	PRESS RELEASE
LAKE SHORE MINES LIMITED	PRESS RELEASE
LAKE SHORE MINES LIMITED	PRESS RELEASE
LAMBDA MERCANTILE CORPORATION	IFS 6 MN DE 31 84
LAMBDA MERCANTILE CORPORATION	CERTIF. OF MAILING
LANGIS SILVER & COBALT MINING COMPANY	FORM 27-MAT. CHANGE
LANGIS SILVER & COBALT MINING COMPANY	PRESS RELEASE
LAURASIA RESOURCES LIMITED	SHRHLDRS. MTNG. MAT.
LAURASIA RESOURCES LIMITED	CERTIF. OF MAILING
LENORA EXPLORATIONS LTD.	TRADE IN OPTIONS TO
LENORA EXPLORATIONS LTD.	LET. TO SHAREHOLDERS
LINEAR TECHNOLOGY INC.	PRESS RELEASE
LINEAR TECHNOLOGY INC.	EXEMPT FIN. NOTICE
LITTLE LONG LAC GOLD MINES LIMITED	PRESS RELEASE
LITTLE LONG LAC GOLD MINES LIMITED	PRESS RELEASE
LONGFORD EQUIPMENT INTERNATIONAL LIMITED	SHRHLDRS. MTNG. MAT.
LUMONICS INC.	PRESS RELEASE
LYNDEX EXPLORATIONS LIMITED	ANNUAL REPORT
LYNDEX EXPLORATIONS LIMITED	IFS 3 MN DE 31 84
LYNDEX EXPLORATIONS LIMITED	SHRHLDRS. MTNG. MAT.
LYNX-CANADA EXPLORATIONS LTD.	CERTIF. OF MAILING

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ISSUER	TITLE
MACKENZIE EQUITY FUND	PORTFOLIO OF TRANSAC
MACLEAN HUNTER LIMITED	EXEMPT FIN. NOTICE
MACLEAN HUNTER LIMITED	SHARE ISSUE
MACMILLAN BLOEDEL LIMITED	INFORMATION SHEET -
MAGNA INTERNATIONAL INC.	PRESS RELEASE
MAGNA INTERNATIONAL INC.	PRESS RELEASE
MAGNA INTERNATIONAL INC.	PRESS RELEASE
MAGNA INTERNATIONAL INC.	PRESS RELEASE
MANUFACTURERS LIFE INSURANCE COMPANY	TAKEOVER/FORM 35
MAPLEX MANAGEMENT & HOLDINGS LIMITED	SHRHLDRS. MTNG. MAT.
MARCO RESOURCES LTD.	AUD. ANN. FIN. STMT.
MARCO RESOURCES LTD.	SHRHLDRS. MTNG. MAT.
MARMAC RESOURCES LIMITED	AUD. ANN. FIN. STMT.
MARMAC RESOURCES LIMITED	IFS 3 MN JA 31 85
MARMAC RESOURCES LIMITED	SHRHLDRS. MTNG. MAT.
MARSHALL DRUMMOND MCCALL INC.	PRESS RELEASE
MCINTYRE MINES LIMITED	PRESS RELEASE
MDS HEALTH GROUP LTD.	PRESS RELEASE
MERCANTILE BANK OF CANADA, THE	IFS 3 MN JA 31 85
MERCANTILE BANK OF CANADA, THE	PRESS RELEASE
MERCANTILE BANK OF CANADA, THE	SHRHLDRS. MTNG. MAT.
MERLAND EXPLORATIONS LIMITED	PRESS RELEASE
MERLAND EXPLORATIONS LIMITED	DIVIDEND NOTICE
MESA PETROLEUM CO.	DATE FOR THE ANNUAL
MINERAL RESOURCES INTERNATIONAL LIMITED	INTERIM REPORT - 9 M
MINERAL RESOURCES INTERNATIONAL LIMITED	CERTIF. OF MAILING
MINERAL RESOURCES INTERNATIONAL LIMITED	CERTIF. OF MAILING
MIRCAN INDUSTRIES LIMITED	ANNUAL REPORT
MIRCAN INDUSTRIES LIMITED	IFS 3 MN DE 31 84
MIRCAN INDUSTRIES LIMITED	SHRHLDRS. MTNG. MAT.
MISTANGO CONSOLIDATED RESOURCES LIMITED	IFS 9 MN JA 31 85
MISTANGO CONSOLIDATED RESOURCES LIMITED	APPLICATION
MITEL CORPORATION	PRESS RELEASE
MITEL CORPORATION	PRESS RELEASE
MMC VIDEO ONE CANADA LTD.	IFS 9 MN DE 31 84
MONENCO LIMITED	T.S.E. MATERIAL
MONETA PORCUPINE RESOURCES LIMITED	TAKEOVER/FORM 35
MONETA PORCUPINE RESOURCES LIMITED	T.S.E. MATERIAL
MONEYMAX FUND, THE	PRELIM. PROSPECTUS
MONK GOLD & RESOURCES LIMITED	NAME CHANGE
MONTREAL CITY AND DISTRICT SAVINGS BANK,	RULING/ORDER/REASONS
MONTREAL CITY AND DISTRICT SAVINGS BANK,	APPLICATION
MONTREAL CITY AND DISTRICT SAVINGS BANK,	MINUTES OF 138TH ANN
MOORE CORPORATION LIMITED	ANNUAL REPORT
MOORE CORPORATION LIMITED	CERTIF. OF MAILING
MOORE CORPORATION LIMITED	SHRHLDRS. MTNG. MAT.
MORGAN MANAGED GROWTH FUND	IFS 6 MN DE 31 84
MORGAN MANAGED INCOME FUND	IFS 6 MN DE 31 84

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ISSUER	TITLE
MORGAN MANAGED WORLDWIDE FUND	IFS 6 MN DE 31 84
MOTHER'S RESTAURANTS LIMITED	IFS 16 WK JA 22 85
MOTHER'S RESTAURANTS LIMITED	PRESS RELEASE
MPG INVESTMENT CORPORATON LIMITED	NET ASSET VALUE PER
MUNICIPAL FINANCIAL CORPORATION	PRESS RELEASE
MUTEC EQUITIES LTD.	IFS 6 MN DE 31 84
MUTUAL REAL ESTATE INVESTMENT TRUST	RULING/ORDER/REASONS
MUTUAL REAL ESTATE INVESTMENT TRUST	APPLICATION
N.L. INDUSTRIES	IFS 12 MN DE 31 84
N.L. INDUSTRIES	DIVIDEND NOTICE
NABU NETWORK CORPORATION	FINANCIAL STATEMENTS
NABU NETWORK CORPORATION	RULING/ORDER/REASONS
NABU NETWORK CORPORATION	CERTIF. OF MAILING
NAPIWA RESOURCES INC.	PRIVATE PLACEMENTS
NAPIWA RESOURCES INC.	OFFERING MEMORANDUM
NATIONAL BANK OF CANADA	CERTIFIED ANNUAL REP
NATIONAL BANK OF CANADA	MINUTES OF ANNUAL GE
NATIONAL BUSINESS SYSTEMS INC.	AUD. ANN. FIN. STMT.
NATIONAL BUSINESS SYSTEMS INC.	SHRHLDRS. MTNG. MAT.
NEW BRUNSWICK TELEPHONE COMPANY,	FORM 27-MAT. CHANGE
NEW FRONTIER PETROLEUM CORPORATION	IFS 6 MN DE 31 84
NEW FRONTIER PETROLEUM CORPORATION	CHANGE OF AUDITORS
NEWFOUNDLAND LIGHT & POWER CO. LIMITED	PRELIMINARY REPORT -
NEWFOUNDLAND LIGHT & POWER CO. LIMITED	DIVIDEND REINVESTMEN
NEWFOUNDLAND TELEPHONE COMPANY LIMITED	T.S.E. MATERIAL
NIM (QUEBEC) AND COMPANY, LIMITED	PRELIM. PROSPECTUS
NIM AND COMPANY, LIMITED	PRELIM. PROSPECTUS
NIMROD RESOURCES LTD.	AUD. ANN. FIN. STMT.
NIMROD RESOURCES LTD.	IFS 3 MN DE 31 84
NOMA INDUSTRIES LIMITED	PRESS RELEASE
NORCEN ENERGY RESOURCES LIMITED	ANNUAL REPORT
NORCEN ENERGY RESOURCES LIMITED	PRESS RELEASE
NORDAIR INC.	MERGER-AMALGAMATION
NORTH AMERICAN RARE METALS LIMITED	IFS 6 MN FE 28 85
NORTHERN TELECOM LIMITED	DIVIDEND NOTICE
NORTHERN TELECOM LIMITED	FORM 27-MAT. CHANGE
NORTHERN TELECOM LIMITED	APPLICATION
NORTHERN TELECOM LIMITED	RULING/ORDER/REASONS
NORTHERN TELECOM LIMITED	PRESS RELEASE
NORTHERN TELECOM LIMITED	SHARE ISSUE
NORTHGATE EXPLORATION LIMITED	T.S.E. MATERIAL
NORTHLAND BANK	DIVIDEND NOTICE
NORTHLAND BANK	SHRHLDRS. MTNG. MAT.
NOVA, AN ALBERTA CORPORATION	PRESS RELEASE
NOVA, AN ALBERTA CORPORATION	PRESS RELEASE
OAKWOOD PETROLEUMS LTD.	DIVIDEND NOTICE
OCELOT INDUSTRIES LIMITED	ANNUAL MEETING DATE
OMNIBUS COMPUTER GRAPHICS INC.	PRESS RELEASE

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ISSUER	TITLE
OMNIBUS COMPUTER GRAPHICS INC.	SHRHLDRS. MTNG. MAT.
PACIFIC TRANS-OCEAN RESOURCES LTD.	PRESS RELEASE
PAGE PETROLEUM LTD.	PRESS RELEASE
PAMOUR PORCUPINE MINES LIMITED	ANNUAL REPORT
PAMOUR PORCUPINE MINES LIMITED	SHRHLDRS. MTNG. MAT.
PAMOUR PORCUPINE MINES LIMITED	CERTIF. OF MAILING
PANCANADIAN PETROLEUM LTD.	ANNUAL REPORT
PANCANADIAN PETROLEUM LTD.	SHRHLDRS. MTNG. MAT.
PARKLAND INDUSTRIES LTD.	T.S.E. MATERIAL
PATHWAY FOOD INDUSTRIES LIMITED	IFS 6 MN DE 31 84
PCL INDUSTRIES LIMITED	ANNUAL REPORT
PCL INDUSTRIES LIMITED	SHRHLDRS. MTNG. MAT.
PEOPLE'S TELEPHONE COMPANY OF FOREST	ANNUAL REPORT
PETRO-SUN INTERNATIONAL INC.	PRESS RELEASE
PHILLIPS CABLES LIMITED	AUDITED CONSOLIDATED
PHILLIPS PETROLEUM COMPANY	ANNUAL MEETING DATE
PLEXUS RESOURCES CORPORATION	APPLICATION
PLEXUS RESOURCES CORPORATION	RULING/ORDER/REASONS
POLYCOM SYSTEMS LIMITED	AUD. ANN. FIN. STMT.
POLYCOM SYSTEMS LIMITED	IFS 3 MN DE 31 84
POLYCOM SYSTEMS LIMITED	SHRHLDRS. MTNG. MAT.
POLYCOM SYSTEMS LIMITED	CERTIF. OF MAILING
POLYSAR LIMITED	PRESS RELEASE
POLYVOLTAC CANADA INC.	CHANGE DIRECTORS
POMAC MINES LIMITED	CERTIF. OF MAILING
PONEY EXPLORATIONS LTD.	TAKEOVER/FORM 35
POTTER DISTILLERIES LTD.	PRESS RELEASE
POWER CORPORATION OF CANADA	YEAR ENDED DEC. 31,
POWER CORPORATION OF CANADA	DIVIDEND NOTICE
POWER CORPORATION OF CANADA	PRESS RELEASE
PRAIRIE PACIFIC ENERGY CORPORATION	ANNUAL REPORT
PRAIRIE PACIFIC ENERGY CORPORATION	SHRHLDRS. MTNG. MAT.
PRINCIPAL NEO-TECH INC.	LET. TO SHAREHOLDERS
PROPETRO CORP.	TAKEOVER/FORM 35
PUISSANCE CORPORATION	LET. TO SHAREHOLDERS
QUEENSTON GOLD MINES LIMITED	ANNUAL REPORT
QUEENSTON GOLD MINES LIMITED	SHRHLDRS. MTNG. MAT.
R.L.CRAIN INC.	LET. TO SHAREHOLDERS
RAVELSTON CORPORATION LIMITED, THE	PRESS RELEASE
RAYLLOYD RESOURCES LIMITED	IFS 9 MN DE 31 84
REA GOLD CORPORATION	PRESS RELEASE
REDLAW INDUSTRIES INC.	LET. TO SHAREHOLDERS
REDLAW INDUSTRIES INC.	AMENDMENT ARTICLES O
REED STENHOUSE COMPANIES LIMITED	ANNUAL REPORT
REED STENHOUSE COMPANIES LIMITED	UNAUDITED RESULTS -
REED STENHOUSE COMPANIES LIMITED	CERTIF. OF MAILING
REED STENHOUSE COMPANIES LIMITED	SHRHLDRS. MTNG. MAT.
REGENT RESOURCES LTD.	IFS 8 MN JA 31 85

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ISSUER	TITLE
REICHHOLD LIMITED	PRESS RELEASE
REICHHOLD LIMITED	TAKEOVER/FORM 35
REIGATE RESOURCES (CANADA) LTD.	IFS 3 MN DE 31 84
REIGATE RESOURCES (CANADA) LTD.	SHRHLDRS. MTNG. MAT.
REIGATE RESOURCES (CANADA) LTD.	CERTIF. OF MAILING
REIGATE RESOURCES (CANADA) LTD.	T.S.E. MATERIAL
RENABIE GOLD MINES LIMITED	T.S.E. MATERIAL
RESOURCE SERVICE GROUP LTD.	PRESS RELEASE
RIO ALGOM LIMITED	DIVIDEND NOTICE
ROLLINS MEADOWVALE PARTNERSHIP	AUD. ANN. FIN. STMT.
ROLLINS WELLAND PARTNERSHIP	AUD. ANN. FIN. STMT.
RONRICO EXPLORATIONS LTD.	IFS 6 MN DE 31 84
RONRICO EXPLORATIONS LTD.	LET. TO SHAREHOLDERS
ROYAL BANK OF CANADA, THE	IFS 3 MN JA 31 85
ROYAL BANK REALTY INC.	IFS 3 MN JA 31 85
ROYAL GOLD & SILVER CORPORATION	PRESS RELEASE
ROYAL LEPAGE LIMITED	APPLICATION
ROYAL TRUST JAPANESE GROWTH FUND	PROSPECTUS
ROYAL TRUSTCO LIMITED	PRESS RELEASE
ROYAL TRUSTCO LIMITED	PRESS RELEASE
ROYEX GOLD MINING CORPORATION	CONSOLIDATED STATEME
ROYEX GOLD MINING CORPORATION	IFS 3 MN DE 31 84
ROYEX GOLD MINING CORPORATION	PRESS RELEASE
ROYEX GOLD MINING CORPORATION	PRESS RELEASE
ROYEX GOLD MINING CORPORATION	AMALGAMATION OF WHOL
ROYFUND EQUITY LTD.	ANNUAL REPORT
ROYFUND EQUITY LTD.	SHRHLDRS. MTNG. MAT.
ROYFUND INCOME TRUST	ANNUAL REPORT
ROYFUND INCOME TRUST	SHRHLDRS. MTNG. MAT.
RUGGLES & CRYSDALE GENETIC UNIQUE FUND	PRIVATE PLACEMENTS
RUPERTSLAND RESOURCES CO. LTD.	APPLICATION
S.I.S. EXPLORATION CORPORATION	IFS 9 MN DE 31 84
SAN PAULO EXPLORATIONS INC.	IFS 6 MN DE 31 84
SAN PAULO EXPLORATIONS INC.	PRESS RELEASE
SCI/TECH HOLDINGS INC.	IFS 3 MN DE 31 84
SCOTTISH & YORK HOLDINGS LIMITED	PRESS RELEASE
SCUDDER CAPITAL GROWTH FUND, INC.	ANNUAL REPORT
SEABRIGHT RESOURCES INC.	T.S.E. MATERIAL
SED SYSTEMS INC.	SIGNED ANNUALS, YEAR
SHAW INDUSTRIES LTD.	PRESS RELEASE
SILCORP LIMITED	ANNUAL PRELIMINARY R
SILCORP LIMITED	FORM 27-MAT. CHANGE
SILENCE OF THE NORTH	DISTRIBUTION REVENUE
SLATER STEELS CORPORATION	IFS 9 MN DE 31 84
SPAR AEROSPACE LIMITED	RESULTS - YEAR ENDED
SPAR AEROSPACE LIMITED	PRESS RELEASE
SPAR AEROSPACE LIMITED	PRESS RELEASE
SPAR AEROSPACE LIMITED	PRESS RELEASE

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ISSUER	TITLE
ST. MARTIN'S (NO.1) LIMITED PARTNERSHIP	AUD. ANN. FIN. STMT.
ST. MARTIN'S (NO.2) LIMITED PARTNERSHIP	AUD. ANN. FIN. STMT.
STANLEY REEF RESOURCES LTD.	PROSPECTUS
STATES EXPLORATION LTD.	IFS 9 MN DE 31 84
STRAND OIL & GAS LTD.	IFS 3 MN DE 31 84
SULPETRO LIMITED	CERTIF. OF MAILING
SUMACH RESOURCES INC.	PRESS RELEASE
SYDNEY DEVELOPMENT CORPORATION	PRESS RELEASE
TANDY CORPORATION	PRESS RELEASE
TANGLEWOOD CONSOLIDATED RESOURCES INC.	9 MONTHS ENDED DEC.
TECK CORPORATION	CERTIF. OF MAILING
TEJAS PETROLEUM RESOURCES LTD.	CERTIF. OF MAILING
TEMAGAMI OIL & GAS LTD.	IFS 6 MN NO 30 84
TEXACO CANADA INC.	CERTIF. OF MAILING
TEXACO CANADA INC.	T.S.E. MATERIAL
THIRD CANADIAN GENERAL INVESTMENT TRUST	ANNUAL REPORT
THIRD CANADIAN GENERAL INVESTMENT TRUST	SHRHLDRS. MTNG. MAT.
THOMAS NATIONWIDE TRANSPORT LIMITED	IFS 6 MN DE 31 84
TIMMINCO LIMITED	PRESS RELEASE
TIPPERARY RESOURCES LIMITED	IFS 9 MN DE 31 84
TIPPERARY RESOURCES LIMITED	CERTIF. OF MAILING
TIVERTON PETROLEUMS LTD.	PRESS RELEASE
TOBURN GOLD MINES LTD.	IFS 6 MN DE 31 84
TOLKEN RESOURCE CORPORATION	AUD. ANN. FIN. STMT.
TOLKEN RESOURCE CORPORATION	FORM 28-ANN. FILING
TORONTO-DOMINION BANK	DIVIDEND NOTICE
TORONTO-DOMINION BANK	ANNUAL INFO. FORM
TORSTAR CORPORATION	PROSPECTUS
TRADERS GROUP LIMITED	T.S.E. MATERIAL
TRANS QUEBEC & MARITIMES PIPELINE INC.	PRELIM. PROSPECTUS
TRANSALTA UTILITIES CORPORATION	PRELIMINARY REPORT -
TRANSALTA UTILITIES CORPORATION	PRESS RELEASE
TRANSALTA UTILITIES CORPORATION	PRESS RELEASE
TRANSALTA UTILITIES CORPORATION	T.S.E. APPLICATION
TRANSCANADA PIPELINES LIMITED	PRESS RELEASE
TRAPPER RESOURCES LTD.	IFS 6 MN DE 31 84
TRI POWER CORPORATION	T.S.E. MATERIAL
TRI-COAST FINANCIAL CORPORATION	IFS 6 MN DE 31 84
TRIANGLE EXPLORATIONS LIMITED	AUD. ANN. FIN. STMT.
TRIANGLE EXPLORATIONS LIMITED	IFS 3 MN JA 31 85
TRIANGLE EXPLORATIONS LIMITED	CERTIF. OF MAILING
TRIANGLE EXPLORATIONS LIMITED	SHRHLDRS. MTNG. MAT.
TRILLIUM TELEPHONE SYSTEMS INC.	PRESS RELEASE
TRILON FINANCIAL CORPORATION	ANNUAL REPORT
TRILON FINANCIAL CORPORATION	SHRHLDRS. MTNG. MAT.
TRIMAC LIMITED	PRESS RELEASE
TRINITY RESOURCES LTD.	PRESS RELEASE
TRINOVA RESOURCE EXPLORATIONS LTD.	IFS 9 MN JA 31 85

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TRIZEC CORPORATION LTD.	EXEMPT FIN. NOTICE
TRIZEC CORPORATION LTD.	PROSPECTUS
TRUST GENERAL DU CANADA	AUD. ANN. FIN. STMT.
TRUST GENERAL DU CANADA	SHRHLDRS. MTNG. MAT.
TUDOR ENERGY CORPORATION LTD.	IFS 6 MN DE 31 84
TURBO RESOURCES LIMITED	CHANGE OF TRANSFER A
UBI RESOURCES INC.	AUD. ANN. FIN. STMT.
ULS CAPITAL CORPORATION	PRESS RELEASE
UNERGIE INC.	LET. TO SHAREHOLDERS
UNICORP CANADA CORPORATION	PRESS RELEASE
UNICORP CANADA CORPORATION	PRESS RELEASE
UNICORP CANADA CORPORATION	PRESS RELEASE
UNICORP CANADA CORPORATION	PRESS RELEASE
UNICORP CANADA CORPORATION	TAKEOVER/FORM 35
UNICORP CANADA CORPORATION	PRESS RELEASE
UNION ENTERPRISES LTD.	PRESS RELEASE
UNION ENTERPRISES LTD.	PRESS RELEASE
UNION ENTERPRISES LTD.	PRESS RELEASE
UNION ENTERPRISES LTD.	TAKEOVER/FORM 35
UNION ENTERPRISES LTD.	FORM 27-MAT. CHANGE
UNITED CANSO OIL & GAS LTD.	IFS 3 MN DE 31 84
UNITED CANSO OIL & GAS LTD.	CERTIF. OF MAILING
UNITED FINANCIAL MANAGEMENT LTD.	FORM 27-MAT. CHANGE
UNITED STATES STEEL CORPORATION	4TH QUARTER REPORT -
VEGA GOLD EXPLORATIONS INC.	APPLICATION
VENEQUITY CAPITAL CORPORATION	QUARTERLY REPORT - P
VERSATILE CORPORATION	PRESS RELEASE
VICTORIA WOOD DEVELOPMENT CORPORATION	SIGNED ANNUALS - YEA
VICTORIA WOOD DEVELOPMENT CORPORATION	FORM 28-ANN. FILING
VICTORIA WOOD SCARBOROUGH BRANDYWINE	AUD. ANN. FIN. STMT.
VULCAN INDUSTRIAL PACKAGING LIMITED	FINANCIAL RESULTS YE
VULCAN INDUSTRIAL PACKAGING LIMITED	PRESS RELEASE
VULCAN INDUSTRIAL PACKAGING LIMITED	PRESS RELEASE
WAINOCO OIL CORPORATION	PRESS RELEASE
WAINOCO OIL CORPORATION	LET. TO SHAREHOLDERS
WAJAX LIMITED	PRESS RELEASE
WAJAX LIMITED	PRESS RELEASE
WAJAX LIMITED	PRESS RELEASE
WALWYN INC.	T.S.E. MATERIAL
WARREN EXPLORATIONS LIMITED	SHRHLDRS. MTNG. MAT.
WATERFORD HOUSE	APPLICATION
WESTAR MINING LTD.	PRESS RELEASE
WESTBURNE INTERNATIONAL INDUSTRIES LTD.	IFS 9 MN DE 31 83
WESTERN & PACIFIC BANK OF CANADA	CERTIF. OF MAILING
WILCO MINING COMPANY LIMITED	ANNUAL REPORT
WILCO MINING COMPANY LIMITED	SHRHLDRS. MTNG. MAT.
WILCO MINING COMPANY LIMITED	APPLICATION
WILSHIRE ENERGY RESOURCES INC.	IFS 6 MN DE 31 84

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ISSUER	TITLE
WIX INC.	APPLICATION
WIX INC.	RULING/ORDER/REASONS
WRIGHT-HARGREAVES MINES LIMITED	RESULTS - YEAR ENDED
WRIGHT-HARGREAVES MINES LIMITED	PRESS RELEASE
YORK CENTRE CORPORATION	IFS 6 MN DE 31 84
ZAPATA CORPORATION	SHRHLDRS. MTNG. MAT.

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CHAPTER 11

NEW ISSUE AND SECONDARY FINANCING

11.1 PRELIMINARY PROSPECTUSES RECEIVED

11.1.1 DOYLE 1985 THOROUGHBRED BREEDING PARTNERSHIP

March 13, 1985

Doyle 1985 Thoroughbred
Breeding Partnership

National Issue - Ontario

Offering 3,000 limited partnership units at \$1,000 per unit.

Agent: Walwyn Stodgell Cochran Murray Limited

11.1.2 SUSSEX EXPLORATIONS LTD.

Sussex Explorations Ltd.

Offering 350,000 common shares at a price of \$1.45 per share.

Secondary Offering of 175,000 shares in the price range of \$1.45 to \$2.45 per share.

Underwriter: A.C. Macpherson & Co. Limited

11.1.3 SYDNEY DEVELOPMENT CORPORATION

March 14, 1985

Sydney Development Corporation

National Issue - Ontario

Offering one right for each common share to subscribe for 20 rights plus \$10.00 for each preferred share.

Distributor: Registered Investment Dealers

11.1.4 COURTS OF ST. JAMES PHASE II 1985

March 18, 1985

Courts Of St. James II 1985
Limited Partnership

National Issue - Manitoba

Offering 200 units at a price of \$13,500.00 per unit with a minimum subscription of 1 unit.

Agent: Lakeview Securities Inc.

11.1.5 DUNFRAZIER GOLD EXPLORATIONS INC.

Dunfrazier Gold Explorations Inc.

Offering 500,000 common shares without par value at a price of \$1.00 per share.

Secondary Offering of 215,000 shares in the price range of \$1.00 to \$2.00 per share.

Underwriter: Gordon-Daly Grenadier Limited

11.2 PRELIMINARY SIMPLIFIED PROSPECTUS RECEIVED

11.2.1 THE HUME GROWTH AND INCOME FUND ET AL

March 14, 1985

The Hume Growth And Income Fund

The Hume RRSP Growth And Income Fund

National Issue - Ontario

Offering units of the funds on a continuous basis at their net asset value per unit.

Distributor: Hume Fund Management Inc.

11.3 PRELIMINARY SHORT FORM PROSPECTUSES RECEIVED

11.3.1 COMINCO LTD.

March 14, 1985

Cominco Ltd.

National Issue - B.C.

Offering 199,080 common shares at a price of \$14.125 per share.

Underwriter: Burns Fry Limited

11.3.2 RANGER OIL LIMITED

March 18, 1985

Ranger Oil Limited

National Issue - Alberta

Offering 600,000 shares of 9.25% cumulative redeemable retractable preferred shares, Series A at a price of \$25 U.S. per share to yield 9.25% per annum.

Underwriters: McLeod Young Weir Limited
Richardson Greenshields of Canada Limited
Pemberton Houston Willoughby Incorporated

11.3.3 IVACO INC.

March 19, 1985Ivaco Inc.National Issue - Quebec

Offering \$191,267,184 of cumulative redeemable exchangeable second preferred shares, Series 4 and exchangeable debentures at a price of \$32.00 per preferred share to yield initially 8.50% and 100% per debentures to yield initially 9.50%. Each exchangeable for Class A convertible common shares of Dofasco Inc.

Underwriters: McLeod Young Weir Limited
Gordon Capital Corporation
Nesbitt Thomson Bongard Inc.

11.4 FINAL RECEIPTS ISSUED

11.4.1 HAMILTON PARK PLAZA LIMITED PARTNERSHIP

Hamilton Park Plaza Limited Partnership

Final receipt issued March 14, 1985 for a prospectus dated March 11, 1985 offering 800 Limited Partnership Units at \$2,500 per Unit (minimum subscription \$10,000 for four Units), to net the issuer \$1,810,000 before deducting the expenses of the offering.

Agents: Qualico Securities Ltd.
Promoter: Qualico Developments Ltd.

11.4.2 EQUITY CAPITAL INVESTMENTS LTD.

Equity Capital Investments Ltd.

Final receipt issued March 14, 1985 pursuant to subsection 2 of Section 52 of the Securities Act for a prospectus dated March 12, 1985.

11.4.3 GUARDIAN COMPUTER TREND FUND

Guardian Computer Trend Fund

Final receipt issued March 18, 1985 for a prospectus dated March 14, 1985 qualifying for sale mutual fund units at net asset value.

Promoter: Guardian Capital Investment Counsel Limited

11.5 FINAL RECEIPT - SHORT FORM PROSPECTUS

11.5.1 CANADIAN IMPERIAL BANK OF COMMERCE

Canadian Imperial Bank of Commerce

A final receipt was issued March 18, 1985 for a short form prospectus dated March 18, 1985 offering 7,000,000 common shares and 3,500,000 common share purchase warrants offered in units each of which consists of one common share and one-half of a common share purchase warrant at \$31.50 per unit. Net proceeds to the bank before deducting expenses of issue are \$211,900,500.

Underwriter: Dominion Securities Pitfield Limited
Burns Fry Limited
McLeod Young Weir Limited

11.6 AMENDMENT RECEIVED

11.6.1 NIM AND COMPANY, LIMITED PARTNERSHIP - 1985 ET AL

March 15, 1985

NIM and Company, Limited Partnership - 1985

NIM (Quebec) and Company, Limited Partnership - 1985

Amendment dated March 14, 1985 to Preliminary Prospectus dated March 4, 1985.

11.7 ANNUAL INFORMATION FORM RECEIVED

11.7.1 TRIZEC CORPORATION LTD.

March 19, 1985

Trizec Corporation Ltd.

An annual information form dated March 13, 1985 has been filed by Trizec Corporation Ltd. This is a refiling.

CHAPTER 12
REGISTRATIONS (NIL)

THERE IS NO MATERIAL FOR THIS CHAPTER
IN THIS ISSUE

CHAPTER 25
OTHER INFORMATION

OTHER INFORMATION

ONTARIO SECURITIES COMMISSION
CORPORATE FINANCE BRANCH

STATISTICS OF FILINGS 1984-85

Comparative monthly and cumulative dollar value
of financial filings accepted February, 1985
(IN \$000'S)

PROSPECTUSES INCLUDING SHORT FORMS *	MONTH						CUMULATIVE	
	1984			1985			1984	
	Equity	Debt	Equity	Debt	Equity	Debt	Equity	Debt
Bank	-	-	-	-	305,000	-	114,000	50,000
Film	-	-	-	-	-	-	-	-
Finance	-	-	-	-	-	-	-	-
Industrial	100,703	-	939,400	-	202,828	-	1,229,900	-
M.U.R.B.	-	-	-	-	-	-	-	-
Natural Resource	38,410	-	1,334	-	41,608	-	1,994	-
- Mining - Junior	5,000	-	3,480	-	5,000	-	42,180	-
- Mining - Other	880	-	1,050	-	2,065	-	2,010	-
- Oil & Gas - Junior	-	-	47,837	-	-	-	48,257	-
- Oil & Gas - Other	-	-	-	-	-	-	100,000	-
Oil & Gas Program	-	-	-	-	19,475	-	6,160	-
S.B.D.C.	7,573	-	-	-	34,773	-	2,500	-
Miscellaneous	-	-	-	-	-	-	-	-
Real Estate Program	-	-	-	-	-	-	-	60,000
Trust Company	-	-	-	-	-	-	-	-
Sub Total	152,566	-	993,101	-	610,749	-	1,547,001	110,000
EXCHANGE OFFERING PROSPECTUSES								
Industrial	7,800	-	-	-	7,800	-	-	-
Natural Resource	1,125	-	520	-	1,125	-	720	-
- Mining - Junior	-	-	-	-	-	-	-	-
- Mining - Other	-	-	-	-	-	-	-	-
- Oil & Gas - Junior	-	-	-	-	-	-	-	-
- Oil & Gas - Other	-	-	-	-	-	-	-	-
Sub Total	8,925	-	520	-	8,925	-	720	-
EXEMPT FINANCINGS								
Form 20	238,377	175,533	879,154	289,525	775,764	348,433	1,625,505	806,738
Form 21	13,296	4,495	2,655	6,107	20,973	4,495	16,159	6,107
Sub Total	251,673	180,028	881,809	295,632	796,737	352,928	1,641,664	812,845
TOTAL	413,164	180,028	1,875,430	295,632	1,416,411	352,928	3,189,385	922,845
*	90,100	-	939,400	-	106,545	-	-	-

APPENDIX A

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DAI ALINE INC.
175 Bedford Road,
Toronto, Ontario
M5R 2L2
(416) 964-9515

FIRST CLASS MAIL

52850502

UNIVERSITY OF TORONTO
SERIALS DEPT.
TORONTO, ONTARIO
L1R 6A5
MES 2A5

MARCH 29, 1985

VOLUME 8 #13/85

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administers the Securities Act of Ontario
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Act of Ontario (R.S.O. 1980, c. 78).

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CHAPTER 1

NOTICES/PRESS RELEASES

1.1 MUTUAL FUNDS - NATIONAL POLICY STATEMENT NO. 36

In the revised version of National Policy Statement No. 36 - Mutual Funds - Simplified Prospectus Qualification System published in the March 15, 1985 O. S. C. Bulletin the first paragraph under Item 14 of Appendix "A" was inadvertently omitted. A corrected page is reprinted in Chapter 5 of this edition of the Bulletin and replaces Page 5-72 of the March 15, 1985 Bulletin.

CHAPTER 2

DECISIONS, ORDERS AND RULINGS (NIL)

THERE IS NO MATERIAL FOR THIS CHAPTER

IN THIS ISSUE

CHAPTER 3

REASONS: DECISIONS, ORDERS, RULINGS

3.1 UNION ENTERPRISES LTD.

IN THE SUPREME COURT OF ONTARIO

DIVISIONAL COURT

HENRY, REID AND J. HOLLAND JJ.

B E T W E E N :)	
)	
UNION ENTERPRISES LTD.)	<u>J. F. Howard, Q.C. & J. L. Ronson</u>
)	for the Applicant
Applicant)	
)	
- and -)	
)	
)	
THE ONTARIO SECURITIES)	<u>D. Moore & J. J. A. Douglas</u>
COMMISSION)	for Ontario Securities Commission
)	
Respondent)	<u>C. Lax, Q.C.</u>
)	for Unicorp.
)	
)	<u>Heard:</u> March 14, 1985
)	
)	

REID J. (Orally):

This is an application for a stay of an order made by the Ontario Securities Commission and incidentally to that for an order abridging the time for bringing on this motion. No opposition was offered to the application to abridge the time and that is therefore granted.

The application rests on s. 9 of the Securities Act which provides for an application to be made to this court for a stay. Provision is also made in the legislation for a similar application to be made to the Commission for the legislation provides that a stay does not automatically arise by virtue of an

appeal having been launched. No objection to this application was made on the ground that the same application should have been made to the Commission as was suggested in Re Rose and therefore we were in the situation where we were able to consider the merits of this application without having to consider disposing of it on a technical ground.

On an application for a stay it is appropriate to consider the nature of the appeal, that is to say, the substantive issue which is sought to be brought before this court by way of appeal. In this case the appeal is also styled as an application for judicial review and while it might not have been necessary to take the precaution to rest it on those two legs nothing turns on it as far as the application before us is concerned.

The application is therefore for a stay of the Commission's order pending the disposition of the appeal. The substance of the appeal, as revealed by what was submitted to us today and what is contained in the application for notice of appeal, is an allegation of procedural unfairness on the part of the Ontario Securities Commission. It is alleged that the Commission failed in its duty to accord the parties before it natural justice in that it failed to grant a fuller hearing of issues before it as requested by Union Enterprises Ltd., on of the parties affected by the application to the Commission.

The issue that the Commission had to consider was one resulting from the request by Unicorp Canada Corporation ("Unicorp") to extend the time for the deposit of shares pursuant to an offer to acquire shares of Union Enterprises ("Union") and it is common that the offer to acquire the shares was what may be commonly called a takeover bid. Because of certain events which I need not go into, the solicitors for Unicorp saw fit to request an extension of the time period in which shareholders could accept the bid and deposit their shares in response to Unicorp's offer. It appears from what we have been told by counsel and from what we have seen in the material that that was occasioned by an action taken by Union in acquiring or involving itself in a transaction which may be described as an acquisition of another company which I shall refer to as "Burns". In any event, a letter was delivered to the Commission by solicitors for Unicorp in which the request was made for an extension of time which otherwise would have expired and at the same time in that letter it was proposed that the consequences that otherwise would have flowed by reason of the provisions of the statute should be amended by the Commission to the extent that no withdrawal privilege should be accorded to shareholders notwithstanding the extension of the time for deposit. The withdrawal period had already expired before this application was made.

In their letter to the Commission the solicitors for Unicorp adverted to the issue of the extension or the grant of withdrawal rights which should have occurred in the light of the amendment of the bid pursuant to the statute. What in effect they were asking was that the rights otherwise granted under the statute if the bid were amended by an extension of the deposit period be amended so that there would not be those withdrawal rights during that period. There was direct reference to that in the letter sent by the solicitors, and an argument was put forward to substantiate the request that the withdrawal rights under the statute not be accorded.

The particular request was stated in that letter in this way. The ruling sought was that "Unicorp may extend the offer until 5 p.m. on Friday, March 15, 1985 and if Unicorp elects so to extend the offer, the date of the offer shall remain the date on which the amended takeover bid circular was sent to shareholders of Enterprises and no withdrawal rights shall arise from the extension." (Emphasis added.)

A response was made very promptly to that letter. I should say that we are keenly aware of the speed with which these events occurred. We are aware that there was little time for the solicitors for Union to respond, but respond they did, in a letter dated March 11th which was delivered to the Commission. That letter amounted to a contention against the request for an extension of the deposit period and also adverted directly to the issue of a withdrawal period. Again, I will not read it at length but it is clear from the letter that Union contended and contended firmly against both the requests, both the extension of the time for deposit and that no withdrawal period be permitted. In particular, p. 3 of the letter is a fairly lengthy and quite direct statement of opposition to the proposal that no withdrawal period be permitted. The second last paragraph of that letter amounted to a request that the application be denied. The solicitors added "If, notwithstanding our submissions, the Commission is of a mind to grant the order requested by Unicorp, we would ask that a hearing be convened in order that we may make fuller submissions to the Commission with respect to the Goodman & Goodman application".

What occurred thereafter is not in dispute. The Commission, without according any further hearing or without apparently inviting any further submissions or receiving any further submissions, made its decision which was in accord with the application made on behalf of Unicorp. The wording of that ruling was put before us by Mr. Moore on behalf of the Commission. I need not go into it except to say that the Commission specifically referred to its opinion "that to grant this order would not be prejudicial to the public interest".

The issue of natural justice in any case depends upon the circumstances of the case. There are cases in which it is alleged that no hearing of any type occurred with the result that a transgression of the rules of fairness or natural justice resulted. There are cases in which it is alleged that representations short of an oral or ordinary type of full hearing occurred but that still amounted to a failure of fairness or natural justice. There are cases in which the question might arise whether or not the tribunal was adequately aware of the issue and therefore capable of dealing with it properly because of the absence of representations. In this case it is clear to us that the issue was set before the tribunal; that the tribunal had the benefit of representations however hastily they had to be prepared, and that the representations were made clearly and capably by experienced solicitors for both sides. It therefore cannot be said, and it is not contended, that the Commission did not turn its mind to the issue of withdrawal rights.

Further, we do not think that it can be said that the Commission was not aware of the positions taken by the parties. Those positions were made clear in the letters. What the Commission decided, which became the basis for the proposed appeal, was not to do anything further to permit the parties to expand upon or support their positions. It was a "fuller hearing" that was requested and that in itself appears to imply an acceptance that some sort of hearing, if merely by written representations, was in process.

Therefore, the issue is whether or not, by failing to grant the "fuller hearing", whatever that might imply, the Commission violated the rules of natural justice. I am aware that in saying what I have said I am really directing my remarks to the substance of the appeal rather than to the substance of the application for a stay. Nevertheless, it is important to consider the nature of the underlying case when a court is asked to consider whether it is appropriate to grant a stay. In our view, it is clear that the Commission had the legislative authority to do what it did. There was no express obligation in the statute requiring a hearing of any type. The Commission did not act without representations from the sides involved and the order that the Commission made is one that is clearly within its legislative

mandate. In our view, it is questionable whether in these circumstances the appeal would succeed. We are doubtful that in the light of that view it would be appropriate to grant a stay.

Secondly, we are concerned that by granting a stay in the circumstances of this case, the court might simply add to a difficult situation which the Commission is obliged to supervise in the interests of the public and the shareholders. That is the Commission's mandate. It has not become apparent to us in anything that has been said today or revealed in the material that the Commission was not mindful of the nature of its obligations in this takeover battle. We are concerned that a stay in the circumstances might do more harm than good. The Commission stated that it was acting in the public interest. Nothing has been said to us that would lead us to conclude that the Commission was not firmly of the view that its order would not be prejudicial to the public interest or that it was not in fact made in the public interest. Therefore we have come to the conclusion, as the President has announced, that the application for a stay must be dismissed.

March 15, 1985.

CHAPTER 4

CEASE TRADING ORDERS - SECTION 123

4.1 TEMPORARY CEASE TRADING ORDERS

4.1.1 ACTIFUND LIMITED

4.1.2 CAPITAL DYNAMICS LIMITED

ACTIFUND LIMITED
CAPITAL DYNAMICS LIMITED

Temporary cease trading order issued March 27, 1985, with respect to each company for failure to make statutory filings. Statutory hearings April 10, 1985, at 10:00 a.m.

4.2 RESCINDING ORDERS

4.2.1 RESOLUTE PETROLEUMS LIMITED

RESOLUTE PETROLEUMS LIMITED

The cease trading order dated September 19, 1983, and continued October 3, 1983, was rescinded March 25, 1985, the company being now up to date with its filings.

4.3 EXTENDING CEASE TRADING ORDERS

4.3.1 DUOMETAL (1984) INC.

DUOMETAL (1984) INC.

The cease trading order dated March 7, 1985, was continued March 21, 1985, pending the company complying with Part XVII of the Securities Act.

4.3.2 GOLDLUND MINES LIMITED

GOLDLUND MINES LIMITED

The cease trading order dated March 6, 1985, was continued March 20, 1985, pending the company complying with Part XVII of the Securities Act.

4.3.3 CANADIAN GAMES NETWORK INC.

CANADIAN GAMES NETWORK INC.

The cease trading order dated March 13, 1985, was continued March 27, 1985, pending the company complying with Part XVII of the Securities Act.

CHAPTER 5

POLICIES

5.1 MUTUAL FUNDS - NATIONAL POLICY STATEMENT NO.36

The following insert is a corrected reprint of Page 5-72 of National Policy Statement No. 36 - Mutual Funds - Simplified Prospectus Qualification No. 36 - Mutual Funds - Simplified Prospectus Qualification System published in the March 15, 1985 O. S. C. Bulletin.

Item 13. Tax Status of Security Holders

State in general terms the income tax consequences to the holders of the securities offered of:

- (i) any distribution to such holders in the form of dividends or otherwise including amounts reinvested;
- (ii) redemption of securities;
- (iii) sale of securities;
- (iv) transfers between mutual funds.

Item 14. Legal Proceedings

Describe briefly any legal proceedings material to the issuer, to which the issuer is a party or of which any of its property is the subject.

Instructions

Include the name of the court or agency, the date instituted, the principal parties thereto, the nature of the claim, the amount claimed if any, whether the proceedings are being contested, and the present status of the proceedings.

Item 15. Other Material Facts

Give particulars of any other material facts relating to the securities proposed to be offered which are not contained in the annual information form.

Item 16. Auditors, Transfer Agent and Registrar

- (a) State the name and address of the issuer's auditor.
- (b) State the name of the issuer's transfer agent and registrar and the cities in which the registers of transfer of securities of the issuer are kept.

Item 17. Purchasers' Statutory Rights

Include the following statement in the simplified prospectus.

"Securities legislation in certain of the provinces provides purchasers with the right to withdraw from an agreement to purchase mutual fund shares or units within two business days after receipt of a simplified prospectus or within forty-eight hours after the receipt of a confirmation of a purchase of such securities. If the agreement is to purchase such securities under a contractual plan, the time period during which withdrawal may be made may be longer.

CHAPTER 6
REQUESTS FOR COMMENTS (NIL)

THERE IS NO MATERIAL FOR THIS CHAPTER
IN THIS ISSUE

CHAPTER 7
INSIDER TRADING REPORTS

EXPLANATORY NOTES

Information contained in this section has been summarized from insider reports filed with the Commission.

The name of the issuer is followed by a brief description of the class of security, the name of the person or company reporting and his or its relationship to the issuer. If a person has an indirect interest in the securities reported, e.g., through holding companies, affiliate companies, partnerships, trusts or other entities, this is shown. Symbols are used in the column "Transaction and Ownership Symbol" to indicate the nature of ownership i.e., direct or indirect. Similarly, the character of transactions is indicated provided the transactions are other than a purchase or sale. (See guide to symbols below):

GUIDE TO SYMBOLS

RELATIONSHIP	(appearing after the name reported)
"B"	- Beneficial Owner (direct or indirect) of equity shares of a reporting issuer carrying more than 10% of the voting rights attached to all equity shares of the reporting issuer outstanding.
"D"	- Director of principal reporting issuer.
"DI"	- Director of an issuer or a reporting issuer which is an insider or subsidiary of the principal reporting issuer.
"K"	- Exercises control or direction (direct or indirect) of equity shares of a reporting issuer carrying more than 10% of the voting rights attached to all equity shares of the reporting issuer.
"S"	- Senior Officer of principal reporting issuer.
"SI"	- Senior Officer of an issuer or a reporting issuer which is an insider or subsidiary of the principal reporting issuer.

NATURE OF OWNERSHIP

- No Symbol - Securities are beneficially owned directly.
- Symbol #1 - The reporting person or company beneficially owns and/or has control or direction over securities which are held by a company, associate, partnership, trust or other entity.

CHARACTER OF TRANSACTION

- | | | | |
|------------|----------------------------|-----|------------------------------|
| No Symbol- | purchase or sale | "M" | - internal |
| "A" | - bequest or inheritance | "Q" | - qualifying shares |
| "C" | - compensation | "R" | - redeemed (called, matured) |
| "E" | - exchange or conversion | "T" | - stock dividend |
| "F" | - exercise of rights, etc. | "V" | - stock split |
| "G" | - gift | "X" | - exercise of option |
| "IR" | - initial report | "Z" | - distribution |

*Returned for reconciliation purposes.

REPORTING ISSUER	INSIDER	SECURITY	REL'N	TRANS DATE	TYPE	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
ABERFORD RESOURCES LTD	Kirwan-Taylor, Peter	ABERFORD RES. CLASS B WTS	DS	Feb/85	R		3600	---
ABITIBI-PRICE INC.	Abitibi-Price Inc.	ABITIBI PRICE INC PFD SR A 7.5		Feb/85		600		---
				Feb/85	R		600	---
AGRA INDUSTRIES LIMITED	Torchinsky, Benjamin B. Family Trust	AGRA INDS LTD. CLASS B	DS	Mar/85			50000	56030
				Mar/85	1			64093
ALBERTA NATURAL GAS COMPANY LTD.	Clark, Gerald J.	ALBERTA NAT GAS CO	S	Feb/85			13000	---
				Feb/85			14232	1718088
			B	Feb/85	F			4261100
ALLIED CORPORATION	Buirkle, Harold W. Daughters wife	ALLIED CORP	S	Feb/85			1000	2225
				Feb/85	1			150
				Feb/85	1			180
	Purple, William C. Wife		S	Feb/85			3000	7786
				Feb/85	1			1531
	Purple, William C.	ALLIED CORP PFD SR F ADJ	S	Feb/85				1293
ALTEX RESOURCES LTD	Bell, William A. Portobello Invest.	ALTEX RES LTD	DB	Mar/85		566671		1142846
				Mar/85	1			781994
	Hurlock, James B.		D	Feb/85		2000		17764
AMERADA HESS CORPORATION	Connors, John F. Saving and Stock Bonus Plan	AMERADA HESS CORP	S	Feb/85			3000	12500
				Feb/85	1			4155
	Deverin, B. T. Custodian		DS	Feb/85			3000	35500
				Feb/85	1			156
	Saving and Stock Bonus Plan			Feb/85	1			15781
	Jamin, G. A. Saving and Stock Bonus Plan		S	Feb/85			500	12150
				Feb/85	1			5907
	Koval, John J. Saving and Stock Bonus Plan		S	Feb/85	X	3714		16036
				Feb/85	1			4547
	Tursi, Carl T. Saving and Stock Bonus Plan		S	Feb/85	C	6000	1000	13420
				Feb/85	1			2318
	Zimmerman, William R		S	Feb/85			8000	19990
AMERICAN OAKWOOD ENERGY LTD	Oughtred, George W. PrivateBanken Holdings RRSP	AMERICAN OAKWOOD ENERGY LTD	D	Feb/85		144000		1651100
				Feb/85	1			592900
				Feb/85	1			50000
ANYOX METALS LIMITED	Celotti, Gus V. Indirect Holding	ANYOX METALS LTD	D	Feb/85		32500		147500
				Feb/85	1	50000	38500	11500
ARGYLL ENERGY CORPORATION	Kelly, Bernard F. Indirect Holdings	ARGYLL ENERGY CORP CL A	D	Feb/85		18400		66250
				Feb/85	1			62700
	Kelly, Bernard F. Indirect Holdings	ARGYLL ENERGY CORP CL B	D	Feb/85		13000		179900
ATLAS YELLOWKNIFE RESOURCES LIMITED	Sodero, Dario E.	ATLAS YELLOWKNIFE RES LTD	DS	Feb/85		30000		37900

REPORTING ISSUER	INSIDER	SECURITY	REL'N	TRANS DATE	TYPE	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
ATLAS YELLOWKNIFE RESOURCES LIMITED (Continued)	Sodero, Dario E. Planaval Resources Ltd. RRSP	ATLAS YELLOWKNIFE RES LTD	DS	Feb/85 Feb/85	1 1			7500 32324
AURELIAN DEVELOPERS LTD.	Martel, Russell RRSP	AURELIAN DEVELOPERS LTD	DS	Feb/85 Nov/84 Feb/85	1 1 1	400 3450		196000 13450
B. Y. G. NATURAL RESOURCES INC.	Thompson, Alan George AGT Financial Corporation Spouse	B Y G NATURAL RES INC	B	Jan/85				1160000
				Jan/85 Jan/85	1 1	100000		561000 300000
BANK OF ALBERTA	Donald, Jack C.	BANK OF ALBERTA BANK OF ALBERTA OPTION	D	Jan/85 Jan/85		766		25000 6053
	Goldberg, John Princeton Equity Corporation	BANK OF ALBERTA	D					
	Nicholson, Maurice W.	BANK OF ALBERTA OPTION		Jan/85 Jan/85	1 1	3064		100000 24150
	Sparrow, Fred		S	Jan/85		2298		18128
	Splane, Robert A.		S	Jan/85		31		25221
	Turnbull, Robert J.		D	Jan/85		766		6053
BANK OF BRITISH COLUMBIA	Booth, Harry	BANK B C	D	Feb/85		3492		4850
	Stafford, Peter Harry		S	Feb/85	IR			500
BANK OF MONTREAL	Beaudoin, Joseph L.J.F. Employee Ownership Program	BANK OF MONTREAL	S	Jun/84			100	68
				Dec/84	1	194		951
	Clark, Dan Frederick Share Ownership Program	BANK OF MONTREAL UNITS	S	Dec/84 Dec/84 Dec/84	1 1 1	125 104 859		591 679 3289
	Davis, Nathanael Vining	BANK OF MONTREAL	D	Feb/85	G		100	1526
	Horton, James Allison Share Ownership Program		S	Dec/84 Dec/84	1	201		226 1051
	MacDonald, Pierre		S	Mar/84 Dec/84		160 202		1053
	McCool, John W.		S	Dec/84		73		1032
	McIlquham, James David Share Ownership Program		S	Dec/84 Dec/84	1	28 14		28 89
	Pope, Thomas W. S. Indirect Holding		S	Dec/84	1	201		1051
BAXTER TECHNOLOGIES CORPORATION	CDFC Financial Services Limited	BAXTER TECHNOLOGIES CORP	B	Feb/85			514000	736871
BAY MILLS LIMITED	Simo, Zoltan Dominic	BAY MLS LTD	D	Feb/85			1100	2400
BEAVERHEAD RESOURCES LTD.	Copetrex Oil & Gas Co. Ltd.	BEAVERHEAD RES LTD		Feb/85		52500		213500
BELL CANADA ENTERPRISES INC.	Stansby, Anthony G. Dividend Reinvestment and Stock Purchase Plan	BELL CDA ENTERPRISES INC	SI	Jan/85 Jan/85			40	1990 920

REPORTING ISSUER	INSIDER	SECURITY	REL'N	TRANS DATE	TYPE	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
BELL CANADA ENTERPRISES INC. (Continued)	Vaillancourt, Louise B.	BELL CDA ENTERPRISES INC	D	Feb/85	T	4	1000	220
	Monray & Co.			Feb/85	1			2540
BMB COMPUSCENCE CANADA LTD.	Brunschweiler, Marcel J.	B M B COMPUSCENCE CDA LTD	DSB	Mar/85				78967
	Amended			Mar/85	1			1075875
	Escrow Agreement			Mar/85	1	400		2000
	RRSP							
	Burnett, Edwin M.		S	Mar/85	1	1200		2600
	RRSP							
	Hay, William		S	Mar/85	IRI			1714
	RRSP							
	Lott, Allan E.		SI	Mar/85	IRI			1000
	RRSP							
	MacLean, William M.		DSB	Mar/85				77467
	Escrow Agreement			Mar/85	1			1075875
	RRSP			Mar/85	1	2143		3443
	Stovenken, John J.		S	Mar/85				4631
	Escrow Agreement			Mar/85	1			363750
	RRSP			Mar/85	1	1236		1286
	Cox, Rodney T.	BOREALIS EXPL LTD	DS	Feb/85		200		77254
BOREALIS EXPLORATION LIMITED								
BP CANADA INC.	Pynn, Frederick D.	B P RES CDA LTD	S	Dec/84	1	449		810
	Savings Plan							
BRAMALEA LIMITED	Deson, Gordon L.	BRAMALEA LTD	S	Feb/85		778		5102
	Share Purchase Plan			Feb/85	1		778	34750
	Goring, Peter A.		S	Feb/85		649		
	RRSP			Feb/85				
	Share Purchase Plans			Feb/85	1		450	2210
				Feb/85	1			200
				Feb/85	1		649	52419
	Kerr, Bruce		D	Feb/85		348	348	348
	Share Purchase Plans			Feb/85	1			13558
	Shiff, Richard J.		S	Feb/85		3589		88604
	Control			Feb/85	1			95116
	Share Purchase Plans			Feb/85	1		3589	333675
BREAKWATER RESOURCES LTD.	Peter, Dieter	BREAKWATER RES LTD	DB	Jan/85		200	6000	65000
				Feb/85				
				Feb/85				
				Feb/85			21492	646410
BRISA INTERNATIONAL S.A.				Jan/85	1			1850
				Feb/85	1			
BUDD CANADA INC.	Bonner, Monica R.	B R I S T A INTL S A	S	Feb/85		1300		1701
CABRE EXPLORATION LTD	Roth, James S.	BUDD CDA INC	D	Feb/85	1		1000	94728
	Davidson & Partners			Feb/85				47400
	Maaskant, Garry R.	CABRE EXPL LTD	S	Feb/85	1		1930	8547
	GTR Enterprises Limited			Feb/85	1	1930		5000
CAE INDUSTRIES LTD.	RRSP							
	Maaskant, Garry R.	CABRE EXPL LTD SRS A PFD	S	Feb/85				
	Matson, G.A.	C A E INDS LTD	S	Feb/85	M		22323	3800
	Control			Mar/85	M	3800		22323
				Feb/85	1	22323		
	Van De Water, Frank		S	Feb/85	X	3000		

REPORTING ISSUER	INSIDER	SECURITY	REL'N	TRANS DATE	TYPE	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
CAE INDUSTRIES LTD. (Continued)	Van De Water, Frank RRSP Spouse RRSP	C A E INDS LTD	S	Feb/85 Feb/85 Feb/85	1 1 1		2000	1000 13572 3131
CALAIS RESOURCES LTD.	Chipperfield, John L.	CALAIS RES LTD	S	Feb/85 Feb/85	X	18000	16000	12000
CAMBRIDGE SHOPPING CENTRES LIMITED	Braithwaite, J. Lorne Amended Holding Companies Spouse and Children	CAMBRIDGE SHOPPING CENTRES	S	Feb/85 Feb/85 Feb/85	1 1 1		20000	191000 172000 900
	Braithwaite, J. Lorne Amended Holding Companies Spouse and Children	CAMBRIDGE SHOPPING CENTRE WTS	S	Feb/85 Feb/85 Feb/85	1 1 1	20000		95500 20500 450
CAMPBELL RESOURCES INC	Stendon, Marion J. RRSP	CAMPBELL RES INC	S	Feb/85	1	819		1431
	Strasser, J. Gordon		S	Mar/85			1000	2850
CAMPEAU CORPORATION	Cadieux, Clement Stock Purchase Plan	CAMPEAU CORP SUB VTG	S	Feb/85 Mar/85 Feb/85	M M M 1	30222	15000 30222	20480 ---
	Carroll, William John C & S Investors Stock Purchase Plan Torax Investments		DS	Mar/85 Mar/85 Mar/85 Mar/85	1 1 1 1	1800	1800	106418 2600 285209 ---
	McCartney, Ronald Bradley Daughter Wife		DS	Feb/85 Feb/85	1 1		1200	---
CANADA MALTING CO. LIMITED	McQuat, Donald W.	CANADA MALTING LTD	S	Feb/85			150	50
CANADA NORTHWEST ENERGY LIMITED	Transalta Resources Corporation	CANADA NORTHWEST ENERGY LTD CDN NORTHWEST ENERGY 8% CV DEB	B	Mar/85 Mar/85		20000 \$200000		4025000 \$18150000
CANADA TRUSTCO MORTGAGE COMPANY, THE	Acheson, John S.	CANADA TRUSTCO MTG CO CANADA TRUSTCO MTG CO WT	DISI	Mar/85 Mar/85	IR IR			231 300
CANADIAN IMPERIAL BANK OF COMMERCE	Robbie, David W.	CDN IMP BK COMM	S	Dec/84		2		25
CANADIAN OCCIDENTAL PETROLEUM LTD.	Fountain, Thomas R. Savings Plan	CANADIAN OCCIDENTAL PETE LTD	S	Feb/85 Feb/85	X 1	400		1100 593
	Mikkelborg, Charles R. Savings Plan		S	Feb/85 Feb/85	X 1	3000		6736 9205
	Nicholson, James A. Savings Plan		S	Feb/85 Feb/85	M M 1	100	100	1375 523
	O'Rourke, William G. Savings Plan		S	Feb/85 Feb/85 Feb/85	M X M 1	395 2500	395	16796 8409
	Putnam, George E. Savings Plan		S	Feb/85 Feb/85	M M 1	250	250 250	---
CANADIAN TIRE CORPORATION LIMITED	Billes, Martha Gardiner Indirect Holdings	CANDIAN TIRE CORP	D	Mar/85				1834
								700383

REPORTING ISSUER	INSIDER	SECURITY	REL'N	TRANS DATE	TYPE	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
CANADIAN TIRE CORPORATION LIMITED (Continued)	Billes, Martha Gardiner Indirect Holdings	CANADIAN TIRE LTD CL A	D	Mar/85	1		19700	2159532
CANAMAX RESOURCES INC	Lauzier, Germain	CANAMAX RES INC	S	Feb/85			1722	---
CANBRA FOODS LTD.	Sellmer, Hartmut Walter		S	Feb/85			500	1656
	Hockin, John David RSP	CANBRA FOODS LTD	D	Mar/85				100
				Mar/85	1	500		500
CARMA LTD.	Springer, Klaus Springer Dev. Executive Pension Fund	CARMA LTD CLASS A	D	Feb/85			5000	191252
CAROLIN MINES LTD.	Gillespie, Orval E.		DS	Feb/85	1		20000	190000
CB PAK INC.	Bisson, Andre	CAROLIN MINES LTD	DS	Feb/85			10000	57800
CCL INDUSTRIES INC.	Johnston, Edward Grant 451711 Ontario Limited	CB PAK INC	DI	Dec/84		200		200
		C C L INDS INC CL A	DS	Mar/85	1			62666
	Johnston, Edward Grant 451711 Ontario Limited	C C L INDS INC CL B	DS	Mar/85				235
				Mar/85	1		1000	
				Mar/85	1		10000	94334
	Wood, James H.	CCL INDS INC OPTIONS C C L INDS INC CL B	S	Feb/85			200	7000
				Jan/85				
				Feb/85		130		230
CENTENNIAL MINERALS LTD.	Watson, Ian T. Indirect Holding	CENTENNIAL MINRLS LTD	D	Feb/85				620800
				Feb/85	1		50000	55000
CENTRAL TRUST COMPANY	Eddy, Kenneth Robert	CENTRAL TRUST CO	S	Feb/85	X	5200		
				Feb/85			2000	6661
	Hamm, Douglas J.		D	Feb/85				3000
	Rhude, Henry Burton		DS	Feb/85				
	Starboard Investments Limited			Feb/85		150000		
				Feb/85			30100	129661
				Feb/85	1			4333
CESSLAND CORPORATION LIMITED	Bishop, Walter Shaver	CESSLAND CORP LTD	B	Feb/85				18060
	Beltree Holdings Limited			Feb/85	1	15000		371100
	Birnamwood Investment Limited			Feb/85	1			30552
CHRYSLER CORPORATION	Bates, Baron K. wife	CHRYSLER CORP	S	Feb/85	X	8000		9000
				Feb/85	1			1500
	Bidwell, Bennett E.		S	Feb/85	X	1000		2055
	Butts, George F. CTSOP Trust		S	Feb/85			9000	5200
				Feb/85	1			1384
	Campana, Joseph A. ESOP Trust		S	Feb/85	X	5769		7769
				Feb/85	1			139
	Dauch, Richard E.		S	Feb/85			37800	---
	Iacocca, Lee A.		S	Feb/85	X	17600		33400
	Miner, Thomas W. ESOP		S	Feb/85			2000	5000
				Feb/85	1			66
	Platt, David R.		S	Feb/85	X	19750		22250

REPORTING ISSUER	INSIDER	SECURITY	REL N	TRANS DATE	TYPE	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
CHRYSLER CORPORATION (Continued)	Withrow, John D.	CHRYSLER CORP	S	Feb/85	X	4754		18754
	Cerico Investments Inc.	CIRCO CRAFT CO INC	B	Feb/85			500	9272200
CIRCO CRAFT CO. INC.	Cernato Holdings Inc.			Feb/85		600	250	350
	Nicanco Holdings Inc.			Feb/85		600		681
COLECO INDUSTRIES, INC	Gershman, Melvin Y. Wife	COLECO INDS INC	DS	Feb/85	G	77937	77937	77937
	Gordon, James	SECURITIES	S	Feb/85	IR			---
	Johnson, Harvey R.	COLECO INDS INC	S	Feb/85	IR			200
	McNett, John P.	SECURITIES	S	Feb/85	IR			---
	Rosenbaum, Robert		S	Feb/85	IR			---
	Ruggles, David J.		S	Feb/85	IR			---
	Winterble, Charles	COLECO INDS INC	S	Jan/85	C	15000		15500
	Cornell, John P. Dividend Reinvestment Plan	COLUMBIA GAS SYS INC	DS	Feb/85	T 1	169		192
	Thrift Plan and The TRESOP			Feb/85	1	28		6985
	Fawcett, Sherwood L.		D	Feb/85		100		200
COMINCO LTD.	Adams, Diane C. Stock Ownership & Profit Sharing Plan	COMINCO LTD	SI	Dec/84	T 1	35		48
	Anderson, John L. Stock Ownership & Profit Sharing Plan		SI	Dec/84	T 1	127		876
	Beaudoin, Lyle F. Stock Ownership & Profit Sharing Plan		SI	Dec/84	T 1	70		121
	Bennett, Stanton B. Stock Ownership & Profit Sharing Plan		SI	Dec/84	T 1	88		613
	Douglas, Roderick Peter Savings and Stock Purchase Plan		S	Feb/85		54		705
	Frazier, Gregory G. Stock Ownership & Profit Sharing Plan		SI	Dec/84	1	66		3036
	Giovanetto, John Savings Plan			Dec/84	T 1	58		101
	Hansen, Poul		DISI	Feb/85	1	55		1024
	Hirsch, Horst E. SSPP		S	Dec/84		56		2486
	Johnston, David L. Savings and Stock Purchase Plan		S	Feb/85		114		210
				Feb/85	1	104		2487
							395	2019
						95		1229

REPORTING ISSUER	INSIDER	SECURITY	REL'N	TRANS DATE	TYPE	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
COMINCO LTD. (Continued)	Klein, Michael J. Stock Ownership & Profit Sharing Plan	COMINCO LTD	SI	Dec/84	T 1	75		519
	Margerm, Lloyd D.			Dec/84		45		
	RRSP			Feb/85			45	---
				Dec/84	1	16		217
	Massie, Dale W. Stock Ownership & Profit Sharing Plan	S	S	Dec/84	T 1	82		572
	Morris, Bryan			Feb/85		89		395
				Feb/85		983		983
	O'Neill, John D. Stock Ownership & Profit Sharing Plan	SI	SI	Dec/84	T 1	57		93
	Robinson, Gary D. Stock Ownership & Profit Sharing Plan			Dec/84	T 1	83		544
	Wilson, William George Savings and Stock Purchase Plan			Feb/85		55		880
				Feb/85	T 1	51		2712
COMMERCIAL FINANCIAL CORPORATION LIMITED	Henderson, William Longmuir	COMMERICAL FINC CORP LTD	DS	Feb/85		159		925
	DFSP			Feb/85		1096	1096	4084
	Hewett, Robert F.			Mar/85			1000	12181
				Mar/85				101994
COMPUTER INNOVATIONS DISTRI- BUTION INC.	Oliver, Ernest Victor Savings Plan	COMMERICAL FINCL CORP WARRANTS	DS	Feb/85	1	959		1285
	Cadesky, Frank Cadre Corporation			Feb/85	1	1000		4300
	Baxter, Gerald M.			Mar/85		300000		326000
				Mar/85		150000		150000
CONSOLIDATED GRANDVIEW INC.	Graham, David A.	CONSOLIDATED GRANDVIEW CL A WT	DSB	Feb/85		180		6216
	Indirect Holdings			Feb/85	1	739		188869
	Ward, Howard R.			Feb/85	E	13094		---
				Feb/85	E		13094	---
CONSOLIDATED-NATHURST INC.	Andrew, John D.	CONSOLIDATED NOREX RES RIGHTS	S	Feb/85			3500	21862
	Cuthill, Ivan J. Vanlyn Resources Ltd.			Feb/85			4000	---
	Lougheed, Ronald Stewart			Feb/85	1		4000	---
				Dec/84		364	3000	720
CONSUMERS' GAS COMPANY LTD., THE	Mackenzie, Andrew R.	CONSUMERS GAS CO LTD WT	S	Feb/85	X	4000		100
	Watson, Alan Graeme Anuwara Ltd.			Feb/85				2000
				Feb/85	1	500	2000	500
				Feb/85	1			---
CONVENTURES LIMITED	Conventures Limited	CONVENTURES LTD	D	Feb/85		14900		15100
	Coulthard, Robert A.			Mar/85	IR			500

REPORTING ISSUER	INSIDER	SECURITY	REL'N	TRANS DATE	TYPE	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
COPCONDA-YORK RESOURCES INC	Campbell, David	COPCONDA YORK RES INC CL B	D	Jan/85	E		46500	---
CORE MARK INTERNATIONAL INC	Pickman, Brett C.	CORE MARK INTL INC CORE MARK INTL INC WT	D	Mar/85 Mar/85		1500	5000	2000 ---
COSEKA RESOURCES LIMITED	Field, Kenneth E. RRSP	COSEKA RES PFD SR A CV 7%	DSI	Feb/85	1	900		1600
	Goring, Peter A RRSP	COSEKA RES LTD	SI	Jan/85 Jan/85	M M 1	1000	1000	--- 3500
COSTAIN LIMITED	Carena-Bancorp Inc.	COSTAIN LTD COSTAIN LTD WTS	B	Feb/85 Feb/85	F	130000	130000	4214012 ---
	Cockwell, Jack L.	COSTAIN LTD	SI	Mar/85	IR			1000
CRAIGMONT MINES LIMITED	Placer Development Limited	CRAIGMONT MINES LTD	B	Feb/85			2264050	---
CROWN LIFE INSURANCE COMPANY	Gray, Gordon Cecil	CROWN LIFE INS CO	D	Feb/85			250	- -
CROWN INC.	Duncan, William Larry RRSP	CROWN INC	SI	Feb/85 Feb/85	1		400	200 ---
DAON DEVELOPMENT CORPORATION	Ford, Percy A. Wife	DAON DEV CORP	S	Feb/85 Feb/85	1		48962 3702	--- ---
	Kadlec, Robert Edward		D	Mar/85	IR			2000
	Laurie, William Bruce Wife		D	Feb/85 Feb/85	1		6171	10544 ---
	Newman, Donald R.		SI	Mar/85	IR			600
	Poole, John Wilson Personal Companies		DSB	May/84 Feb/85 Feb/85 Feb/85			100 100000 800000 600000	115293 4423697
DART & KRAFT INC.	Rielly, Thomas J. Indirect Holding			Feb/85	1		30000	60624
	Moskow, Michael H.	DART & KRAFT INC	S	Mar/85	IR			3000
	Weinberg, John L.		D	Feb/85 Feb/85		1200	1200	2000
DAVIDSON TISDALE MINES LIMITED	Dingwall, William Gray D. K. Resource Management Inc.	DAVIDSON TISDALE MINES	DS	Feb/85			2000	41504
DENISON MINES LIMITED	Fowler, John Douglas	DENISON MINES LTD CLASS A	DI	Feb/85	1	500		1054000
DEXLEIGH CORPORATION	Field-Marsham, Rupert	DEXLEIGH CORP DEXLEIGH CORP WARRANTS	D	Mar/85 Mar/85	IR IR	1000		1000 2130 130
DIFFRACTO LIMITED	Hageniers, Omer L. North, Walter P. T. Craven, John W.	DIFFRACTO LTD	SB	Dec/84	IR			997773
		DOFASCO INC CL A	S	Dec/84 Feb/85 Feb/85	IR X	4848	4000	437773 1440
DOFASCO INC.	McAllister, John H. RRSP	DOFASCO INC WT	SI	Feb/85	1			400
	McAllister, John H.	DOFASCO INC CL A	SI	Feb/85			200	3324

REPORTING ISSUER	INSIDER	SECURITY	REL'N	TRANS DATE	TYPE	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
DOFASCO INC. (Continued)	Solski, Bill Peter	DOFASCO INC CL A	S	Feb/85 Feb/85	X	4400	4400	---
DOW CHEMICAL COMPANY, THE	Butcher, Bernard B. Savings Plan Wife	DOW CHEM CO	S	Feb/85 Feb/85 Feb/85	1 1	54		11465 1278 850
	Butler, Andrew J. Savings Plan		D	Feb/85 Feb/85	1	19		9157 19
	Gay, Wilson A. Savings Plan Wife		S	Feb/85 Feb/85 Feb/85	1 1	58		1848 862 879
	Henry, Hunter W. Savings Plan		DS	Feb/85 Feb/85	1	109		19860 1469
	Williams, G.J. Savings Plan Wife		DS	Feb/85 Feb/85 Feb/85	1 1	315		41367 5324 3995
ECHO BAY MINES LTD.	Azlant, John L.	ECHO BAY MINES LTD	S	Jan/85		100		2100
	Bennett, Richard H.		S	Feb/85		725		1325
	Simpson, R.J.		S	Feb/85			2000	900
ECLIPSE CAPITAL CORPORATION	Barton, William W. Brading Investments Ltd	ECLIPSE CORP.	DSB	Feb/85 Feb/85 Feb/85 Feb/85	1 1 1	28000	9000	10000 1238485 45000
	Family Strategy Investments Inc.			Feb/85	1			11000
EDEN-ROCK MINERAL CORP.	Sheridan, William J.V.	EDEN-ROCK MINERAL CORP	DS	Feb/85			10000	33000
EDOMAR RESOURCES INC	Forlong, Dorothy E. Jointly with Marion Puddy	EDOMAR RES INC	DS	Feb/85	X	50000		592730
	Puddy, Marion F. Jointly with Dorothy Forlong		D	Feb/85	1	50000		50000
ELECTROHOME LIMITED	Estate of Carl Arthur Pollock	ELECTROHOME LTD CL X	B	Feb/85 Feb/85	X 1	50000		610453 50000
	Indirect Holdings			Mar/85 Mar/85 Mar/85 Mar/85			1400 343110	---
ENEXCO INTERNATIONAL LIMITED	Armstrong, Arnold G.	ENEXCO INTL LTD	D	Dec/84 Feb/85 Mar/85 Mar/85		1500 18500	734020	735520 20000
	Griffith, Richard L.		D	Feb/85		2675		42760 61064
ENSERCH CORPORATION	Brown, Benjamin A. Self as Custodian for Daughter Self as Custodian for Son Wife Wife as Custodian	ENSERCH CORP	S	Feb/85 Feb/85	1 1	1000		65680 434
	McCord, W.C.		DS	Feb/85	X	2911		191
	Neaves, Carol L.		SI	Feb/85	X	810		121 10 189
				Feb/85				27811 4855

REPORTING ISSUER	INSIDER	SECURITY	REL'N	TRANS DATE	TYPE	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
ENSERCH CORPORATION (Continued)	Satterwhite W.T.	ENSERCH CORP	S	Feb/85	X	1455		11881
	Singer, S.R.			Feb/85	X	1455		6945
	Davies, Edward C. RRSP			Feb/85 Feb/85	1	10000	10000	2009 17991
EPITEK INTERNATIONAL INC.	Gardner, James N. 221140 Alberta Ltd. As Trustee	EPITEK INTL INC	DSB	Feb/85 Feb/85 Feb/85	1 1 1			2193955 950831 63107
	Hill, Stephen L.			Feb/85 Feb/85		30000	30000	2000
	Billings, Keith H.			Mar/85	IR			5300
ERAMOSIA TECHNOLOGY CORPORATION	Somerville, Richard D.	ERAMOSIA TECH CORP	SI	Feb/85			5000	10000
ERICKSON GOLD MINES LTD.	Blanchard, Lawrence E. Savings Plan Wife	ERICKSON GOLD MINES LTD	S	Feb/85				
ETHYL CORPORATION	Gautreaux, Marcelain F. Savings Plan	ETHYL CORP	DS	Feb/85 Feb/85 Feb/85	G 1 1	218	400	54866 22503 2000
	Gottwald Jr. Floyd D. Charitable Corp. Co-trustee			Feb/85 Feb/85 Feb/85	1 1 1		4160	1623903 94152 1995368
	Foundation Savings Plan Wife Wife as Co-trustee			Feb/85 Feb/85 Feb/85 Feb/85	1 1 1 1	130		26700 71832 52318 23000
	Gottwald, Bruce C. Charitable Co-trustee		DS	Feb/85 Feb/85 Feb/85	1 1 1			1196680 94152 1995368
	Custodian for Minor Children Savings Plan Sons Wife Wife and another in Trust for Children			Feb/85 Feb/85 Feb/85 Feb/85 Feb/85	1 1 1 1 1	118		90856 61811 7600 22128
	Wife as Custodian for Minor Children			Feb/85 Feb/85	1 1		144000 30580	144000 30580
	Harvey Malcolm E. Savings Plan Wife		S	Feb/85 Feb/85 Feb/85	1 1 1	155	18207	2738 562 221
	Koehnle, John F. Savings Plan			Feb/85 Feb/85	1 1	14		2000 423
	Moser, Roger Alder Savings Plan			Feb/85 Feb/85	1 1	19		6157 4355
	Wilkins Jr. Ray Savings Plan		S	Feb/85 Feb/85	1 1	21		4750 5587
	Wright, Jack Coil Savings Plan			Jan/85 Feb/85	X 1	5000 12		6708 8634
	McCannell, James Douglas			Feb/85	IR			1
FALCON POINT RESOURCES LIMITED	Ferguson, Brian Andrew	FALCON POINT RES LTD	D	Feb/85				
FALCONBRIDGE LIMITED		FALCONBRIDGE LTD	SI	Feb/85 Feb/85		200	500	---

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REPORTING ISSUER	INSIDER	SECURITY	REL'N	TRANS DATE	TYPE	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
GENSTAR CORPORATION	Montgomery, Walter E. Nicolle, Albert W.	GENSTAR CORP	DI	Feb/85			1100	---
				Feb/85			500	17
GEOCRUDE ENERGY INC.	Rafelman, Donald Rafel Investments Limited	GEOCRUDE INC 8% CONV SUB DEB	D	Feb/85	R 1		\$2000	\$24800
GEORGE WESTON LIMITED	Kidd, Robert H. Stock Option Plan	GEORGE WESTON LTD	S	Jan/85 Mar/85 Mar/85	X X 1	1500	2500 1500	2000 1600
GLENAYRE ELECTRONICS LTD	Chisholm, James Wallace Boarshead Development Limited	GLENAYRE ELECTR LTD	DS	Feb/85	1		800	247025
	Francis, John R.		S	Feb/85			1865	18065
GLOBAL SHELTER LTD.	Alexander, Paul	GLOBAL SHELTER LTD	DI	Nov/84 Dec/84			5755 3573	90672
GOLDALE INVESTMENTS LIMITED	Cristofano, Daniel J.	GOLDALE INVESTMENTS LTD CL A	DISI	Feb/85		3000		91400
GOLDEN SHADOW RESOURCES INC	Rosenberg, Gordon I. Shadowfax Resources Ltd.	GOLDEN SHADOW RES INC	S	Mar/85 Mar/85	X	104000	104000	---
			B	Feb/85 Mar/85			15000 378500	650
GORDEX MINERALS LIMITED	Gordon, Morton Amended	GORDEX MINERALS LTD	DSB	Oct/84 Oct/84 Oct/84	F	31088	12000 31088	297839 468912
		GORDEX MINERALS LTD PREF GORDEX MINERALS LTD WARRANTS		Sep/83 Oct/84	R F	493750	31088	312662
GRANGES EXPLORATION LTD.	Hunter, Robert G.	GRANGES EXPL LTD.	D	Feb/85			300	21116
GREAT CAMERON LAKE RESOURCES INC.	Lewis, Elliot A. Tayok Energy Consultants Limited Tayok Investments Limited	GREAT CAMERON LAKE RES INC	DS	Mar/85 Mar/85 Mar/85 Mar/85		11000	7000 12000	117267 32500 325000
				Mar/85	1 1 1			750 2105 4000
GREENWICH RESOURCES INC	Bate, Christopher M. Bichan, Herbert Roy Davey, Roger O.	GREENWICH RES INC	S	Mar/85 Mar/85 Feb/85	E E IR	750 2105		---
	Eskeil, Stanley L. M.	SECURITIES	DI	Feb/85	IR		15000	---
	Gaskell, John L.	GREENWICH RES INC	DI	Feb/85	IR		1500	1500
	Robertson Research Holdings Limited	GREENWICH RES INC UNCLASSIFIED	B	Feb/85 Jan/85		2038748		2038748 50000
GREYHOUND COMPUTER OF CANADA LTD.	Swanky, Oscar	GREYHOUND COMPUTER CDA LTD	D	Feb/85			6400	17600
GULF & WESTERN INDUSTRIES, INC.	Lutolf, Franz J.	SECURITIES	D	Mar/85	IR			---
GULF CANADA LIMITED	Chevron Corporation Gulf Corporation Simms, Thomas B.	GULF CDA LTD	B	Apr/84 Feb/85	IR1 M			137020500 453

REPORTING ISSUER	INSIDER	SECURITY	REL IN	TRANS DATE	TYPE	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
GULF CANADA LIMITED (Continued)	Simms, Thomas B. Savings Plan	GULF CDA LTD	SI	Feb/85	M 1		453	---
HALLIBURTON COMPANY	Kennedy, Robert M	HALLIBURTON CO	S	Feb/85			49	14409
HARRIS STEEL GROUP INC.	Harris, Milton E. Milton Harris Investments Limited RRSP	HARRIS STL GROUP INC CL B	S	Mar/85				39
HAYES-DANA INC.	Mitchell, Gerald B.	HAYES DANA INC	D	Mar/85	1		10000	803570
HERITAGE GROUP INC . THE	Beben, Henry George	HERITAGE GROUP INC	DS	Mar/85	1		5251	---
HIRAM WALKER RESOURCES LTD.	Jackson, George Ernest	HIRAM WALKER RES LTD	DI	Feb/85	T			7704
				Feb/85		176	676	18245
	Wilson-Smith, Ian M.		S	Dec/84		501		---
HUDSON BAY MINING AND SMELTING CO. LIMITED	Inspiration Resources Corporation	HUDSON BAY MNG & SMLT LTD SPL	B					1909
HUMBOLDT ENERGY CORPORATION	Lamond, Robert William	HUMBOLDT ENERGY CORP SUB	B	Feb/85	E	37		1683150
	Mary J. Lamond RRSP			Mar/85		137000		2661783
	Rubicon Investments Ltd			Mar/85	1			28455
				Mar/85	1			50040
				Mar/85	1			553611
HUSKY OIL LTD.	Bouman, Quiryn C.	HUSKY OIL LTD	SI	Mar/85			800	800
	Milne, Thomas G.	SECURITIES	SI	Feb/85	IR			---
IMASCO LIMITED	Lipworth, Maurice S.	SECURITIES	DI	Feb/85	IR			---
	Montcalm, Norman	IMASCO LTD	DI	Jan/85		100		---
	Weinberg, Mark A	SECURITIES	DI	Feb/85	IR			500
INCO LIMITED	Sopko, Michael D.	INCO LTD	S	Feb/85	IR			---
INDAL LIMITED	Godwin, George A.	INDAL LTD	S	Feb/85	IR			128
				Mar/85		6400	6400	---
	Turnbull, Adam M. G.		DI	Mar/85	X	1000	1000	---
INNOPAC INC.	Marquis, Douglas P. *	INNOPAC INC	DI	Mar/85			7900	100
INTERNATIONAL ATLANTIS RESOURCES LTD.	Curran, John F.	INTL ATLANTIS RES LTD	D	Mar/85				56000
	Payne, Lawrence H.		DS	Feb/85		7500		32315
INTERNATIONAL BUSINESS MACHINES CORPORATION	Biggar, Charles P. Son	INTERNATIONAL BUS. CAPITAL	S	Feb/85		4500		2345825
	Bonchick, Robert E. Wife		S	Feb/85	1	4		14813
	Estridge, Philip D.		S	Feb/85	1		1200	144
	Houghton, Amory Jr		S	Feb/85				1245
	Oshman, Malin K.	IBM 7 7/8% CONV SUB DEB	D	Feb/85	A		893	4
	Wheeler, Earl F.	INTERNATIONAL BUS. CAPITAL	S	Feb/85		\$300	90	1347
INTERNORTH INC.	Belfer, Arthur B	INTERNORTH INC \$10.50	DB	Feb/85	IR			1870
							10000	\$1000
								5568
								524434

REPORTING ISSUER	INSIDER	SECURITY	REL'N	TRANS DATE	TYPE	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
INTERNORTH INC. (Continued)	Segnar, Samuel F.	INTERNORTH INC	DS	Feb/85				35450
	Stock Ownership Plan			Feb/85	1	82		1152
	Trust for Daughter			Feb/85	1			800
	Trust for Son			Feb/85	1			800
INTERPROVINCIAL PIPE LINE LIMITED	Trusteed Investment Plan			Feb/85	1			19832
	Cole, Gordon A.	INTERPROVINCIAL PIPE LINE LTD	S	Mar/85	1	365		1188
	Savings Plan			Feb/85	X	5000		---
	Backman, Charles G.	IPSCO INC	S	Feb/85	X		5000	155
IPSCO INC.	wife			Feb/85	1			---
	Baker, William C.		S	Feb/85	X	10000		---
	Boulding, William H.		S	Feb/85	X	5000		---
	Read, Wallace Foster	JOHN LABATT LTD	DS	Mar/85	X	6400		13000
JOHN LABATT LIMITED	RRSP			Mar/85	1			1169
	Widdrington, Peter Nigel		D	Feb/85			388	24000
	Tinling			Feb/85	1			10000
	Amended			Feb/85	1			100000
JONPOL EXPLORATIONS LIMITED	Exec. Share Option			Feb/85	1			1715
	Plan - 1979			Feb/85	1			9612
	Exec. Share Purchase			Feb/85	1			6000
	Plan - 1983			Feb/85	1			1
KAPUSKASING RESOURCES LTD.	RRSP			Feb/85	1			1
	Stock Dividend			Feb/85	1			1
	Election Plan			Feb/85	1			1
	Perry, Victor Harry	JONPOL EXPLS LTD	D	Feb/85		5000		1
KERR ADDISON MINES LIMITED	Straus, Neil Alexander	KAPUSKASING RES INC	S	Feb/85	IR			800
	Deeks, William G.	KERR ADDISON MINES LTD	SI	Mar/85	IR1			5900
	RRSP			Feb/85				1635
	Bennett, Phil C.	KERR MCGEE CORP	S	Feb/85	1	259		3676
KERR-MCGEE CORPORATION	Savings and Investment Plan			Feb/85	1	128		207
	Savings Plan			Feb/85	1	24		94
	Stock Ownership Plan			Feb/85		94		98
	Rauh, J. Michael		S	Sep/84	1	53		197
LA SOCIETE MINIERE LOUVE M	Savings and Investment Plan			Feb/85		3		1719
	Rice, George Barton		S	Feb/85	1	394		285
	Savings and Investment Plan			Feb/85	1	30		2230
	Stock Ownership Plan			Feb/85				1961
LA VERENDRYE MANAGEMENT CORPORATION	Robins, R. D.		S	Feb/85	1	382		2848
	Savings and Investment Plan			Feb/85	1	99		270
	Savings Plan			Feb/85	1	30		3301
	Stock Ownership Plan			Feb/85		700		1242
LAC MINERALS LTD	Fontaine, Lucien	LA SOCIETE MINIERE LOUVE M	D	Feb/85				2160
	Marcel, Marocotte	LA VERENDRYE MGMT CORP CL A	D	Dec/84		276		
	Allen, John C. L.	LAC MINERALS LTD	D	Feb/85				

REPORTING ISSUER	INSIDER	SECURITY	REL IN	TRANS DATE	TYPE	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
LAC MINERALS LTD (Continued)	Allen, John C. L.	LAC MINERALS LTD	D	Feb/85			2160	---
LACANA MINING CORPORATION	Lawford, P.E.	LACANA MINING CORP	S	Feb/85			500	6500
LAFARGE CORPORATION	Lafarge Coppee Cie Coppee de Dev. Ind. Lafarge Holdings	LAFARGE CORP	B	Feb/85 Feb/85	1 1	1835 144287		9539 18986222
LAIDLAW TRANSPORTATION LIMITED	Thiessen, Ronald A.	LAIDLAW TRANSN LTD CL B	S	Feb/85			300	15300
LAKE SHORE MINES LIMITED	Allen, John C. L.	LAKE SHORE MINES LTD	D	Feb/85 Feb/85		467	467	
LITTLE LONG LAC GOLD MINES LIMITED	Allen, John C. L.	LITTLE LONG LAC MINES LTD	D	Feb/85		52		1208
LOGISTEC CORPORATION	Gourdeau, Paul 2157-7036 Quebec Inc.	LOGISTEC CORP	DS	Feb/85 Feb/85	1		24800	1000 10200
LONGFORD EQUIPMENT INTERNATIONAL LIMITED	Longford Equipment International Limited	LONGFORD EQUIPMENT PV \$2.50		Feb/85		1100		59900
LUMONICS INC.	Botts, Victor V.	LUMONICS INC	B	Mar/85		42400		264194
MACLEAN HUNTER LIMITED	Fyfe, Matthew Burley Anniversary Share Plan Profit Sharing Plan	MACLEAN HUNTER LTD CLASS X	S	Feb/85 Feb/85 Feb/85	1 1 1	1 63		33000 26 853
	Gage, John B. Anniversary Share Plan Deferred Profit Sharing Plan Spousal-RRSP			Mar/85 Dec/84	1 1	26		39900 26
	Robertson, Robert W. Anniversary Share Plan Profit Sharing Plan		D	Dec/84 Dec/84 Dec/84	T 1 1 1	1 66		148500 78 1340
MAGNA INTERNATIONAL INC.	Stronach, Frank * 445327 Ontario Limited Voting Agreement	MAGNA INTL INC. CLASS B	DS	Feb/85 Feb/85 Feb/85	1 1 1	34958	186460	491597 143367 79570
MASCOT GOLD MINES LIMITED	Healey, John A.	MASCOT GOLD MINES LTD	D	Jul/84	IR			203414
	NuNorth Resources Limited			Jul/84	IR			1607500
MCDONALD'S CORPORATION	Beavers, Jr. Robert M.	MCDONALDS CORP		Feb/84 Mar/84 Sep/84 Sep/84	A X X V	731 4686 5128	5000	4919 5650 15464
	Christian, Richard J.		S	Feb/85	X	1200		2910
	Cooke, John Downing		S	Feb/85			6750	6648
	Cooke, Margarete			Feb/85			2425	4329
	Dentice, Thomas S.		S	Feb/85		10485		15903
	Horwitz, Donald P.		S	Feb/85			10000	5412
	Newman, Gerald		DS	Feb/85			4000	558
	Quinlan, Michael R. Custodian		DS	Feb/85 Feb/85	1		16500	13600 96
	Reid, Bruce Edward		S	Feb/85			3500	4458
	Sensor, George M.		S	Feb/85			325	1209

REPORTING ISSUER	INSIDER	SECURITY	REL N.	TRANS DATE	TYPE	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
MCDONALD'S CORPORATION (Continued)	Thurston, Robert N.	MCDONALDS CORP	D	Feb/85		1100		2975
MDS HEALTH GROUP LIMITED	Rogers, John A. Trust	M D S HEALTH GRP CL A	S	Dec/84 Dec/84 Feb/85	1 1		200 1600	12000 21748
MELCOR DEVELOPMENTS LTD.	Young, Ralph Barclay RESP Trustee	MELCOR DEVS LTD	DS	Feb/85 Feb/85 Feb/85	1 1		750	5813 2400 20200
MERCANTILE BANK OF CANADA, THE	Ancuta, Walter Nicholas Bevis, William G.	MERCANTILE BK CDA	S	Dec/84		519		519
	Davidson, Robert Lyndon Savings Plan		S	Dec/84		204		204
	Dube, Stephen R. Amended Savings Plan		D	Dec/84	1	883		3351
	Henderson, Velma M.			Dec/84	1			208
	Pirnak, Larry		S	Dec/84		431		1833
	Price, Ronald W.		S	Dec/84		866		2470
	Senst, Graham D.		S	Dec/84		767		1203
	Shelly, Scott J. Savings Plan		S	Apr/84 Aug/84		500	500	1407
	Usher, Barrie F.		S	Dec/84	1	4		376
	Zarand, Geza Savings Plan		S	Dec/84		280		280
MERLAND EXPLORATIONS LIMITED	L'Heureux, Willard John	MERLAND EXPLS LTD	D	Dec/84	1	300		300
MESA PETROLEUM CO.	Larsen, Jack L.	MESA PETE CO	S	Mar/85	IR			2000
METALORE RESOURCES LIMITED	Bishop, Walter Shaver Beltree Holdings Limited Biramwood Investment Limited	METALORE RES LTD	D	Feb/85 Feb/85 Feb/85 Feb/85		15903 1000 600		507642 2801 28500 7200
MID TRANSPORTATION SERVICES LTD	Dingwall, William George Wildin Investments Ltd.	MID TRANSPORTATION SERVICES	DSB	Feb/85 Feb/85	1	75000		359250 1507615
MIDLAND DOHERTY FINANCIAL CORPORATION	Brosseau, Henri	MIDLAND DOHERTY FINL CORP	SI	Mar/85			500	6500
MIKES SUBMARINES INC.	Deros, Peter wife	MIKES SUBMARINES INC	DS	Feb/85 Feb/85 Feb/85		3200 1200	700	31600 1200
MIRCAN INDUSTRIES LIMITED	Sutton Management Limited	MIRCAN IND LTD MIRCAN IND LTD CLASS A	B	Mar/85 Mar/85			2000 2000	2352893 7050
MOBIL CORPORATION	Woods, Lawrence M. Daughter	MOBIL CORP	D	Feb/85 Feb/85	X 1	901		29420 1064
MOLSON COMPANIES LIMITED, THE	Gluck, Wolfgang J.	MOLSON COS CL A	S	Dec/84		231		

REPORTING ISSUER	INSIDER	SECURITY	REL'N	TRANS DATE	TYPE	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
MOLSON COMPANIES LIMITED, THE (Continued)	Gluck, Wolfgang J.	MOLSON COS CL A	S	Jan/85 Feb/85			10000 62	1363
	Gosselin, Serge		S	Dec/84		119		260
	Molson, Eric Herbert Lincolnshire Holdings Ltd.		DB	Mar/85 Mar/85 Mar/85	T 1 A 1 I 1	16842 2400 2735		35000
MONENCO LIMITED	Samson, Roger		S	Dec/84		342		432
	Silfrid, Bourget J.		S	Dec/84		82		136
	Carey, Lawrence A.	MONENCO LTD	D	Nov/84 Feb/85 Feb/85 Mar/85	T T T	203 206	400 2600	10949
MORGAN HYDROCARBONS INC	Murchison, Murdo		SI	Nov/84 Feb/85			1000 800	8262
	Horte, Vernon Lyle	MORGAN HYDROCARBONS INC	DS	Feb 85		30		229822
	Dempsey, Bryan Amended RSP	MOTHER'S RESTAURANTS LTD	D	Jun/84 Jun/84	I		886	33500 886
MSR EXPLORATION LTD.	MSR Exploration Ltd.	M S R EXPL LTD		Feb/85		14300		142500
MUNICIPAL FINANCIAL CORPORATION	Fried, Joseph	MUNICIPAL FINL CORP	D	Feb 85			250	500
N.M. DAVIS CORPORATION LIMITED	Glenwood Carriers Limited	N M DAVIS CORP LTD	B	Feb/85 Feb/85	IR IR			42290 761220
	Robertson, Norman Stuart	N M DAVIS CORP LTD PREF		Feb 85 Feb/85			42290 761220	---
	McDermott, Joseph P. 262952 Investment Corporation	N M DAVIS CORP LTD PREF		Mar/85		500000		530000
N.W.T. COPPER MINES LIMITED		N W T COPPER MINES LTD	DSB	Mar/85	I			1300000
NATIONAL BANK OF CANADA	Charton, Jean	NATIONAL BANK OF CANADA	D	Mar. 85		25		4125
	Dutil, Marcel E.		D	Dec/84 Feb/85 Mar/85	T T T	21 14 600		1735
	Indirect Holdings			Dec/84 Feb/85 Mar/85	T 1 I 1 I 1	301 87	600	6743
Fortin, Georges				Dec/84 Dec/84		255	255	23
Gagne, Jacques			S	Mar/85	IR			1028
Jasmin, Claude			S	Mar/85		250		552
Lamarre, Bernard Sobela Inc.			D	Mar/85 Mar/85	IR IRI			2500 1000
Latreille, Andre			D	Aug/84 Dec/84		6000	10500	56113 45613
Morin, Benoit			S	Dec/84		12		213

REPORTING ISSUER	INSIDER	SECURITY	REL'N	TRANS DATE	TYPE	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
NATIONAL BANK OF CANADA (Continued)	Parizeau, Robert Les Placements A.R.M.G Ltee	NATIONAL BANK 10.35% DEB 84	D	May/83 Jun/83	1 1	\$250000 \$500000		---
		NATIONAL BANK 10.40% DEB 86						\$250000
	Plasse, Pierre Tasse & Associates	NATIONAL BANK OF CANADA	S	Mar/85	IR1			310
	Santos, Humberto wife		S	Dec/84 Dec/84 Feb/85	1 1 1	1164 121	500	2793 858
	Turmel, Jean Family		S	Feb/85 Feb/85	1 1	1600		5 2900
	Turmel, Jean	NATIONAL BANK 10 1/4 DEB 1990	S	Jan/85		\$50000		\$50000
	Luxton, George Martin	NTL VICTORIA & GREY TRUST	D	Mar/85	IR			200
	Angus, Melvyn Graham Madeg Holdings Inc.	NTL VICTORIA & GREY TRUSTCO	D	Mar/85	IR1			8910
	Luxton, George Martin		D	Mar/85	IR			342
	Cork, Edwin Kendall	NORANDA INC	S	Mar/85		1900		27087
NORANDA INC.	Deeks, William G.		S	Jul/84 Dec/84 Mar/85	IR 1 1	882 1500	352	11987 12869 14017
	Gordon, John Mitchell		S	Mar/85		1500		16983
	Hall, John Alexander		S	Mar/85		1900		25079
	Hinds, John Oswald		S	Mar/85		1900		30748
	Penna, George M.		S	May/84 Jun/84 Sep/84 Dec/84	IR 213 202 239			4733 4948 5148 5387
	Elliot, Christine L. Savings and Investment Plan	NORCEN ENERGY RES LTD VTG		Dec/84 Dec/84	IR1 IR1			1 20
	Thompson, Harold	NORCEN ENERGY RES LTD NON-VTG						
		NORCEN ENERGY RES LTD VTG	DI	Mar/85 Sep/84	115 132			650 1166
		NORCEN ENERGY RES LTD NON-VTG						
	Beber, Montague C. Caramonte Management Limited Karnco Limited	NORTHLAND BANK	D	Feb/85 Feb/85	1 1	23200		20000 5000
NORTHLAND BANK	Love, Richey Bryce Domequity Growth & Calgary Ltd.		D	Feb/85		50000		360000
	Baugh, James Edward	NOVA, ALBTA CORP CL A	D	Feb/85	1			120000
	Milne, Thomas G.	SECURITIES	S	Dec/84		53		885
	Hunter, John C. C.	SECURITIES	SI	Feb/85 Mar/85	IR IR			---
	Germond, Kenneth Work	OAKWOOD PETES LTD OAKWOOD PETES LTD CL A	DS	Dec/84 Dec/84			22000 21634	20575 18900
NORCEN ENERGY RESOURCES LIMITED								
NOVA, AN ALBERTA CORPORATION								
NUMAC OIL & GAS LTD.								
OAKWOOD PETROLEUMS LTD.								

REPORTING ISSUER	INSIDER	SECURITY	REL N	TRANS DATE	TYPE	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
OAKWOOD PETROLEUMS LTD. (Continued)	Oakwood Petroleums Ltd.	OAKWOOD PETES LTD		Feb/85				
				Feb/85	Z	56100	148500	---
				Feb/85	Z		1650	---
				Feb/85	Z	162200	162200	---
OCCIDENTAL PETROLEUM CORPORATION	Hirl, J. Roger Thrift Plan	OCCIDENTAL PETE CORP	S	Mar/85				4030
				Mar/85	1	588		783
				Mar/85	1	705		2469
				Mar/85	1	1219		16469
OLD CANADA INVESTMENT CORPORATION LIMITED	Pitt, Susan Elizabeth Thrift Plan	OLD CANADA INVT CORP LTD	S	Mar/85			2000	4491
				Mar/85	1			4654
				Mar/85	1			748
				Feb/85			14434	19790
ONYX PETROLEUM EXPLORATION COMPANY LIMITED	Hartley, Herman Scarborough	ONYX PETE EXPL LTD	D	Mar/85				42271
				Mar/85	1			641522
				Mar/85	1	7500		4221271
				Mar/85	1			6243
OSHAWA GROUP LIMITED, THE	Wolfe, Harvey S. Boatwright Investment Ltd.	OSHAWA GROUP LTD CL A	DB	Feb/85				54682
				Feb/85	1		8000	12000
				Mar/85			1000	3100
				Mar/85			2100	1000
PACIFIC WESTERN AIRLINES CORPORATION	Corbett, Albert W	PACIFIC WESTERN AIRLINES	S	Mar/85				
				Mar/85				
				Mar/85	IR			540
				Mar/85	IR			1200
PARK LAWN CEMETERY COMPANY LIMITED	Enright, Wendi E.	PARK LAWN CEMETERY CO LTD	S	Jan/85			15000	54
				Jan/85				105274
				Jan/85	1	94325		69399
				Jan/84	IR1			450565
PEERLESS CARPET CORPORATION	Torno, Philip	PEERLESS CARPET CORP	D	Mar/85				
				Mar/85	IR			
				Mar/85				
				Mar/85				
PEGASUS GOLD INC.	Caine, Robert S.	PEGASUS GOLD INC	DS	Jan/85				
				Jan/85				
				Jan/85	1			
				Jan/85				
POMAC MINES LTD	Zink, Milton Hilmar Dickison Investment Ltd	POMAC MINES LTD	DS	Jan/85				
				Jan/85				
				Jan/85				
				Jan/85				
PRECAMBRIAN SHIELD RESOURCES LIMITED	Evans, Douglas B. Axial Portfolios Inc.	SECURITIES	SI	Jan/84				
				Jan/84	IR1			
				Mar/85				
				Mar/85	IR			
PROVIGO INC.	Hunter, John C. C.	PROVIGO INC	B	Feb/85				
				Feb/85	1	240737		3244312
				Feb/85				
				Feb/85	1			95000
PUBLIC SERVICE ELECTRIC AND GAS COMPANY	Ponton, Gerald A.	PUBLIC SVC ELEC & GAS CO	D	Mar/85			200	314
				Mar/85				
				Dec/84		654		1369
				Dec/84	1			10132
QUAKER OATS COMPANY, THE	Quinn, Kenneth Wellington 77902 Holdings Ltd.	QUAKER OATS CO	S	Feb/85				1543
				Feb/85				
				Jan/85		7		301
				Jan/85		50		
QUAKER OATS COMPANY, THE	Librizzi, Frank P.	QUAKER OATS CO	S	Feb/85				
				Feb/85	X	2580		
				Feb/85				
				Feb/85				

REPORTING ISSUER	INSIDER	SECURITY	REL 'N	TRANS DATE	TYPE	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
QUAKER OATS COMPANY, THE (Continued)	Chollet, Richard Children	QUAKER OATS CO	S	Feb/85 Feb/85	1		1233	4323 20
QUEBECOR INC	Kennedy, William Jesse III		D	Mar/85	V	200		400
	Perron, Jean Alridan Inc.	QUEBECOR INC	D	Feb/85 Feb/85	1		5000	3152 1848
QUINTEKO RESOURCES LTD	Blusson, Stewart L.	QUINTEKO RES. LTD.	D	Feb/85			14000	145000
REDPATH INDUSTRIES LIMITED	Martin, Edgar Paul	REDPATH INDS LTD	D	Mar/85	V	2000		3000
	Muir, R. Kerr James		DS	Mar/85	V	3200		4800
	Sharpe, Charles Richard Children		D	Mar/85	V 1	400		600
REED STENHOUSE COMPANIES LIMITED	Harvey, Harry John	REED STENHOUSE LTD	S	Mar/85		809		15559
	Riley, John Moore	REED STENHOUSE LTD CL A	S	Mar/85		1479		25086
ROGERS CABLESYSTEMS INC.	Taylor, Donald E.	ROGERS CABLE SYSTEMS INC CL A ROGERS CABLE SYSTEMS INC CL B	S	Feb/85 Feb/85			405 1161	1804 14580
ROYAL TRUSTCO LIMITED	Milligan, Franklyn S. Share Purchase Plan Sons wife	ROYAL TRUSTCO LTD CLASS A	S	Mar/85 Mar/85 Mar/85 Mar/85	1 1 1 1		4600	2956 20000 20 20
ROYEX GOLD MINING CORPORATION	Strasser, J. Gordon	ROYEX GOLD MINING CORP	S	Mar/85			2604	---
SAULT MEADOWS ENERGY CORPORATION	Lewis, Elliot A. Tayok Energy Consultants Limited Tayok Investments Limited	SAULT MEADOWS ENERGY CORP	DS	Mar/85 Mar/85 Mar/85		1000		31810 15000 104590
SCOTTISH & YORK HOLDINGS LIMITED	Lord Thomson of Fleet 1963 Trust Standard St. Lawrence Company Limited, The	SCOTTISH & YORK LTD CL B PREF	B	Feb/85	T 1	7994		76510
SEEL MORTGAGE INVESTMENT CORPORATION	Locke, Charles Edmund	SEEL MTG INVESTMENT CORP	D	Nov/84		200		665
SELKIRK COMMUNICATIONS LIMITED	Sero, John N. Amended wife	SELKIRK COMM LTD CL A	S	Dec/84 Dec/84	X 1	165		260 400
SENLAC RESOURCES INC.	Celotti, Gus V.	SENLAC RES INC		Feb/85			8000	---
	Oravec, Frank G. Associates		D	Jun/84 Jun/84	F 1	15000		52100 41400
SHL SYSTEMHOUSE INC.	Udaskin, Stanley	SHL SYSTEMHOUSE INC	S	Feb/85			1000	405
SIENNA RESOURCES LIMITED	Jackson, Donald Leslie Amended RRSP Spousal RESP	SIENNA RES LTD	DS	Jan/85 Jan/85 Jan/85	1 1 1	6500 2750 1250		324723 6886 5750
	Steene, Gordon Marcel * Clearview Explorations Ltd.		DS	Feb/85 Feb/85		6500		295500 10000

REPORTING ISSUER	INSIDER	SECURITY	REL N.	TRANS DATE	TYPE	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
SIENNA RESOURCES LIMITED (Continued)	Steene, Gordon Marcel *	SIENNA RES LTD	DS	Feb/85	1	12000		12000
	RRSP							
SILVERTON RESOURCES LTD.	Frame, Murray Millar	SILVERTON RES LTD	S	Feb/85	M		2377	5200
	RRSP			Feb/85	M	2377		3002
	Wyn Cal Resources Ltd.			Feb/85	1			17652
SOBEYS STORES LIMITED	Empire Company Limited	SOBEYS STORES LTD 9% PFD	B	Feb/85		4500		11900
	Sobeys Stores Pension Fund			Feb/85	1			20000
SONOR INVESTMENTS LIMITED	Beatty, David Ross	SONOR INVTS LTD 1ST PFD 9.00%	DS	Mar/85	R		31	812
	Blakely, Christine Louise	SONOR INVESTMENTS LTD	B	Mar/85	R		5190	22150
	Broadbent, Judith Anne		B	Mar/85	R		5190	22150
	Gardiner, Michael Ryerson		DSB	Mar/85	R		5190	9150
SPAR AEROSPACE LIMITED	Birch, Edwin Peter	SPAR AEROSPACE LTD SUB VTG	S	Mar/85		298	2000	4552
				Mar/85				
	Daykin, Stanley Elvin		S	Mar/85		29		408
	Dodwell, Roland B.	SPAR AEROSPACE LTD WT	D	Feb/85	F 1		1000	---
	RRSP							
	Dodwell, Roland B.	SPAR AEROSPACE LTD SUB VTG	D	Feb/85	F 1	2000		1000
	RRSP			Feb/85				6000
	Grimshaw, E. R.		S	Mar/85		331		676
	Jackson, William Hayes		D	Mar/85			2400	3000
	Macnaughton, John D.		S	Mar/85		56	56	771
SPRUCES FALLS POWER AND PAPER COMPANY. LIMITED	Mathers, Thomas G.		S	Mar/85		327		687
	Neville, John		S	Feb/85		53		772
	RRSP			Mar/85	1	319		350
	Polansky, Sheldon		S	Mar/85		265		704
	RRSP			Mar/85	1			258
	Pollock, Robert Donald		S	Mar/85	X	545		
				Mar/85		10000		
	Trump, Christopher G.		S	Mar/85		294	10000	15371
	Spruce Falls Power and Paper Company. Limited	SPRUCES FALLS 9-1/4% DEB SER A		Feb/85		\$142000	\$142000 *	600
				Feb/85	R			---
STANDARD OIL COMPANY (INDIANA)	Feirson, Walter R.	STANDARD OIL CO IND	DS	Feb/85		4832		45384
				Mar/85	IR			---
STEINBERG INC.	Kershaw, Michael P.	SECURITIES	S	Mar/85	IR			250
	Groome, Reginald K.	STERLING TRUST CORP	D	Feb/85	IR			250
	Myrand, Maurice		D	Feb/85	IR			
STERLING TRUST CORPORATION	Grant, Fraser W.	STRATHCONA RES INDS LTD	D	Oct/84	1		2000	10100
	Wife			Mar/85	1	5000		

REPORTING ISSUER	INSIDER	SECURITY	REL'N	TRANS DATE	TYPE	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
SUMACH RESOURCES INC.	Radford, Kenneth James Jamieson & Radford	SUMACH RES. INC.	D	Feb/85 Feb/85	1	4000		56000 105170
TEDDY BEAR VALLEY MINES LIMITED	Noble, Geoffrey C.	TEDDY BEAR VALLEY MINES LTD	D	Oct/84	IR			66450
	Zyla, Paul N.		DS	Oct/84	IR			33225
TELE-METROPOLE INC.	Giguere, Roland	TELE METROPOLE INC CL B	DS	Mar/85			20000	20610
TEMBEC INC.	Dottori, Frank A. Dottori Holdings Inc.	TEMBEC INC CLASS A	DS	Feb/85 Feb/85	1	418671		4400 418671
	Kavanagh, Terrence P.		S	Feb/85		8374		15569
	Laberge, Thomas W.	TEMBEC INC WARRANTS	DS	Mar/85			2100	---
	Monahan, Pierre	TEMBEC INC CLASS A	DISI	Feb/85	IR			15827
TENNECO INC.	P.S.C.D. Holdings Ltd. Bernacki, Edward J. Thrift Plan	TENNECO INC	B S	Feb/85 Feb/85	R 1	1955196 50		--- 21 413
	Blakely, Robert T. Thrift Plan		S	Feb/85	1	61		1485
	Diesel, John P. Thrift Plan Wife as Trustee for Daughter Wife as Trustee for Son		DS	Feb/85 Feb/85	1		400	12139 9138
	Feb/85				1	300		3299
	Feb/85				1	100		1162
	Ewell, Vincent F. Jr. Thrift Plan		S	Feb/85	1	50		4501
	Ketelsen, James L. Co-trustee of Trust Thrift Plan		DS	Feb/85 Feb/85 Feb/85	1 1 1			19500 264 11083
	Menikoff, Peter Self as Custodian for Daughter Thrift Plan		S	Feb/85				212
	Feb/85				1			212
	Feb/85				1	36		570
	Meyer, M.W. Thrift Plan		S	Feb/85	1	50		7927
	Miller, Robert H. Thrift Plan		S	Feb/85 Feb/85	1	44		771 5361
	Otto, Kenneth L. Thrift Plan		S	Feb/85	1	30		923
	Ray, Jack H. Thrift Plan Wife		S	Feb/85 Feb/85 Feb/85	1 1 1		2000	195 10764 191
	Reese, Kenneth W. Thrift Plan		S	Feb/85	1	56		6321
	Shultz, Charles E. Daughter Son Thrift Plan		DS	Feb/85 Feb/85 Feb/85	1 1 1	80		100 100 4415
	Tunnell, Byron Thrift Plan		S	Feb/85 Feb/85	1	38		1000 3713

REPORTING ISSUER	INSIDER	SECURITY	REL'N	TRANS DATE	TYPE	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
TEXACO CANADA INC.	de Langley, L. Robert Employee Savings Plan RRSP	TEXACO CDA INC	S	Feb/85		60		60
				Feb/85	1			4351
				Feb/85	1			2566
TEXAS EASTERN CORPORATION	Massarotto, Paul Nominee	TEXAS EASTERN CORP	SI	Mar/85	1	500		500
				Feb/85			3412	10282
	Bixby J.E. Employee Stock Purchase Plan		S	Feb/85	1			12985
	Dickinson, R.K. Employee Stock Purchase Plan		S	Feb/85			8301	2226
THOMSON NEWSPAPERS LIMITED	Thompson Newspapers Limited	THOMSON NEWSPAPERS PFD 6.75%		Feb/85	1			2983
				Feb/85	R	630	630	---
				Mar/85			5000	24107
TORONTO SUN PUBLISHING CORPORATION, THE	Creighton, J. Douglas	TORONTO SUN PUBG CORP	S	Mar/85				
TRANS-CANADA RESOURCES LTD.	Total Eastcan Exploration Limited	TRANS-CDN \$1.80 CUM RED CONV	B	Jan/85		300		
				Mar/85		1000		102300
TRI POWER PETROLEUM CORPORATION	Bonanza Oil & Gas Ltd.	TRI POWER PETE CORP	B	Mar/85	IR			17000000
TRI-STAR RESOURCES LTD	Tri-Star Resources Ltd.	TRI STAR RES LTD		Feb/85		185500		1310100
TRILON FINANCIAL CORPORATION	Hockin, Alan Bond	TRILON FINL CORP CL A	D	Mar/85			250	---
TRIZEC CORPORATION LTD.	Johnston, Bryan E.	TRIZEC CORP LTD CLASS A	S	Feb/85	X	1000		---
		TRIZEC CORP LTD CLASS B		Feb/85	X	1000	1000	---
		TRIZEC CORP SR PFD CL B SRS 3		Feb/85	X	100	1000	---
		TRIZEC CORP SR PFD CL B SRS 3		Feb/85	X	100	100	---
		TRIZEC CORP LTD CLASS A	S	Mar/85	X	1000	1000	20
TURBO RESOURCES LIMITED U A P INC.	Gish, Norman Richard Prefontaine, Elaine In Trust Prefontaine, Marc In Trust	TRIZEC CORP LTD CLASS B		Mar/85	X	1000	1000	20
		TRIZEC CORP SR PFD CL B SRS 3		Mar/85	X	100	100	2
		TUDOR ENERGY CORP	DS	Dec/84		535		32857
		U A P INC CL A	SB	Dec/84		700	600	700
			D	Jan/85	1			25283
ULSTER PETROLEUMS LTD.	Ulster Petroleums Ltd.	ULSTER PETES LTD		Dec/84	1	200		3500
				Dec/84				11951
				Mar/85	R	84600	84600	---
ULTRAMAR PLC.	Pearl, Howard G.	ULTRAMAR PLC ORD PAR 25 PENCE	S	Mar/85	V	2000		8330
UNION ENTERPRISES LTD.	Hunter, John C. C.	SECURITIES	SI	Mar/85	IR			---
UNION GAS LIMITED	Hunter, John C. C.	SECURITIES	S	Mar/85	IR			---
VANGUARD TRUST OF CANADA LIMITED	Melnik, David	VANGUARD TRUST OF CDN LTD	DS	Mar/85			15000	154783
VERSATILE CORPORATION	Versatile Corporation	VERSATILE CORP PFD		Feb/85		4800		

REPORTING ISSUER	INSIDER	SECURITY	REL'N	TRANS DATE	TYPE	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
VERSATILE CORPORATION (Continued)	Versatile Corporation	VERSATILE CORP PFD		Feb/85	R		3400	231600
VULCAN INDUSTRIAL PACKAGING LIMITED	Clark, G. Ross	VULCAN INDL PACKAGING LTD	S	Feb/85		1300		1600
	D'Cruze, George		S	Feb/85			3000	8000
WAFERBOARD CORPORATION LIMITED	Malette, Gaston	WAFERBOARD CORP LTD CL A	DSDISI	Feb/85	T	599		45634
WAJAX LIMITED	Campbell, Ian Brierley Briercon Holdings Limited	WAJAX LTD CL A CONV	DS	Feb/85		365		1113
	Campbell, Ian Brierley Briercon Holdings Limited	WAJAX LTD CL B CONV	DS	Feb/85	1	50015		50015
	Davis, David			Feb/85			365	32000
WALWYN INC	Peacock, Kenneth S.	WALWYN INC	SI	Feb/85	1		50015	---
	Rouse, Doreen W.	WARDAIR INTL LTD	SI	Mar/85			190	391
WARDAIR INTERNATIONAL LTD.	Phillips, Ross F.	WESTMOUNT RES LTD	S	Mar/85	IR		422	---
WESTMOUNT RESOURCES LTD.	Banning Investments Ltd		D	Feb/85	1	2000		500
WESTWATER INDUSTRIES LTD.	Gunn, Ronald A. Yarngunn Investments	WESTWATER IND LTD CLASS A	D	Feb/85		700		9000
	Raydon, Gerald T.	WORLDWIDE ENERGY CORP	D	Feb/85	1		1500	2700
WORLDWIDE ENERGY CORPORATION	Strasser, J. Gordon	YORBEAU RESOURCES INC	S	Mar/85			2500	3000
YORBEAU RESOURCES INC.	Campbell, David	YORK RES N L	DI	Jan/85	E	46500		9000
YORK RESOURCES N. L.	Cedar Glen Resources Ltd	ZAVITZ TECH INC	B	Jan/85	E	312952		46500
ZAVITZ TECHNOLOGY INC.	Kuzak, Peter Kuzak Associates Ltd.	ZAVITZ TECHNOLOGY INC CL B PFD	B	Jan/85	E	54000		912952
	Simmons, Robert Arthur Haddow Holdings Ltd.	ZAVITZ TECH INC	DS	Jan/85	E 1	173283	29900	189000
		ZAVITZ TECHNOLOGY INC CL B PFD		Jan/85	E 1			935283
				Jan/85		173283	29900	44850
				Jan/85	1			935283
				Jan/85	1		29900	44850

CHAPTER 8
NOTICES OF EXEMPT FINANCINGS

REPORTS OF TRADES SUBMITTED ON FORM 20
UNDER THE SECURITIES ACT 1980

TRANSACTION DATE	PURCHASER	SECURITY	PRICE (\$)	AMOUNT
Mar. 19, 1985	Canac Resources Inc.	ADEC, INC. - COMMON SHARES	120,000 U.S.	24,000 share(s)
"	Clarry, W. James	"	25,000 U.S.	5,000 share(s)
"	Jones, Gable & Company Limited	"	50,000 U.S.	10,000 share(s)
"	Lockwood, B. Bruce	"	100,000 U.S.	20,000 share(s)
Nov. 30, 1984	592105 Ontario Limited	ALTON CORPORATION, THE COMMON SHARES	7,000	200,000 share(s)
"	Clark Research Limited	"	3,500	100,000 share(s)
"	Freeman, Christopher H.	"	"	100,000 "
"	Goldstein, Deanna	"	875	25,000 share(s)
"	Johnston, A. Leys	"	16,001	457,149 share(s)
"	Koyle, William L.	"	3,500	100,000 share(s)
Mar. 20, 1985	Naido Holdings & Developments Inc.	"	125,000	500,000 share(s)
Nov. 30, 1984	Ormsby Investments Limited	"	8,750	250,000 share(s)
"	Ross, Ronald	"	1,750	50,000 share(s)
"	Sadowski, John	"	875	25,000 share(s)
"	Trinity Capital Corporation	"	3,500	100,000 share(s)
Feb. 28, 1985	CMP 1985 Mineral Partnership and Company, Limited	CAMPBELL RESOURCES INC. COMMON SHARES	1,000,000	145,455 share(s)
Mar. 21, 1985	Sun Life Assurance Company of Canada	CANRON INC. - 12.30% NOTES	4,800,000	\$4,800,000
Feb. 21, 1985	CMP 1985 Mineral Partnership and Company, Limited	ECHO BAY MINES LTD. COMMON SHARES	2,500,000	139,354 share(s)
Dec. 31, 1984	Wallace, Peter	OXFORD VILLAS ASSOCIATES UNITS "AMENDED"	18,526	1 unit(s)
Sep. 27, 1982	Fifteen Mile Stream Mining Co. Limited	PAN EAST RESOURCES INC. COMMON SHARES	75,000	150,000 share(s)
Feb. 07, 1985	Laidlaw Transportation Limited	ROYAL TRUSTCO LIMITED SERIES "E" PREFERRED SHARES	10,000,000	100,000 share(s)
Mar. 11, 1985	CMP 1985 Mineral Partnership and Company, Limited	SHERITT GORDON MINES LIMITED COMMON SHARES	6,000,000	545,455 share(s)
Feb. 26, 1985	B.G. Acorn Capital Fund	SKYSWITCH SATELLITE COMMUNICATIONS CO. CONVERTIBLE VOTING PREFERRED STOCK	200,000 U.S.	40,000 share(s)
Feb. 21, 1985	CMP 1985 Mineral Partnership and Company, Limited	WESTFIELD MINERALS LIMITED COMMON SHARES	1,000,000	390,077 share(s)

RESALE OF SECURITIES

FORM - 21

DATE OF RESALE	DATE OF ORIG PURCHASE	SELLER	SECURITY	PRICE (\$)	AMOUNT
Feb. 28, 1985	Jul. 08, 1983	City of Halifax Pension Plan Trust	ACKLANDS LTD. - COMMON SHARES	160,000	10,000 share(s)
Feb. 28, 1985	Jul. 08, 1983	McMaster University Pension Plan	" "	112,000	7,000 "
Mar. 11, 1985	Jul. 08, 1983	Mutual Life Assurance Company of Canada, The	" "	63,825	3,700 "
Mar. 12, 1985	"	"	" "	10,350	600 "
Mar. 14, 1985	"	"	" "	18,975	1,100 "
"	"	"	" "	161,600	10,100 "
Mar. 22, 1985	"	"	" "	8,000	500 "
Mar. 27, 1985	"	"	" "	1,600	100 "
Mar. 05, 1985	Feb. 06, 1981	Dofasco Supplementary Retirement Income Plan	VULCAN INDUSTRIAL PACKAGING COMMON SHARES	11,520	3,600 share(s)
"	"	"	" "	20,800	6,400 "
Mar. 06, 1985	"	"	" "	3,500	1,000 "
"	"	"	" "	6,700	2,000 "
"	"	"	" "	13,200	4,000 "
"	"	"	" "	13,600	4,000 "
"	"	"	" "	21,240	6,200 "
Mar. 08, 1985	"	"	" "	28,980	8,400 "

NOTICE OF INTENTION TO DISTRIBUTE SECURITIES PURSUANT TO SUBSECTION 7 OF SECTION 71

SELLER	SECURITY	AMOUNT
408847 Ontario Limited	ARBOR CAPITAL RESOURCES INC. - CLASS B SHARES	100,000 share(s)
Counselling Foundation of Canada, The	BROULAN RESOURCES INC. - COMMON SHARES	178,600 "
Estate of Charles R. Scott, The	BROWN-MCDADE RESOURCES LTD. - COMMON SHARES	630,000 "
Billes, Martha Gardiner	CANADIAN TIRE CORP LTD. - CLASS A SHARES	100,000 "
Conwest Exploration Company Limited	CHANCE MINING AND EXPLORATION COMPANY LIMITED COMMON SHARES	421,181 "
Castle Credit Corporations Limited	DORE EXPLORATIONS INC. - COMMON SHARES	100,000 "
Richard P. Trust	DYLEX LIMITED - CLASS A PREFERRED SHARES	25,000 "
Meredith, Paul E.	HOLMER GOLD MINES LIMITED - COMMON SHARES	50,000 "
New Venture Equities Ltd.	MIKES SUBMARINES INC. - COMMON SHARES	12,100 "
Milton Harris Investment Limited	MILTON HARRIS INVESTMENTS LIMITED CLASS A NON-VOTING SHARES	150,000 "
Newlore Investments Ltd.	SCINTILORE EXPLORATIONS LIMITED - COMMON SHARES	37,200 "
ward, Maxwell W.	WARDAIR INTERNATIONAL LTD. - COMMON SHARES	100,000 "

CHAPTER 9

TAKE-OVER BIDS, ISSUER BIDS

9.1 TAKE-OVER BIDS, ISSUER BIDS

TAKE-OVER BIDS, ISSUER BIDS

INTERCOMP RESOURCE DEVELOPMENT & ENGINEERING LTD. *
(OFFEROR)

MICROCOMP 83 R & D PROGRAM LIMITED PARTNERSHIP
(OFFEREE)

VARIATION OF OFFER

FLEET AEROSPACE CORPORATION
(OFFEROR)

FATHOM OCEANOLOGY LIMITED
(OFFEREE)

NOTICE OF INTENTION - FORM 35

CAMPEAU CORPORATION

RENAISSANCE ENERGY LTD.

* Cash Offer

CHAPTER 10
CONTINUOUS DISCLOSURE FILINGS

Public Documents Filed with the Ontario Securities Commission

ISSUER	TITLE
517357 ONTARIO LIMITED	PRIVATE PLACEMENTS
609996 ONTARIO LIMITED	PRIVATE PLACEMENTS
609997 ONTARIO LIMITED	PRIVATE PLACEMENTS
ABERFORD RESOURCES LTD.	PRESS RELEASE
ABITIBI-PRICE INC.	PRESS RELEASE
ACKLANDS LTD.	PRIVATE PLACEMENTS
ACKLANDS LTD.	PRIVATE PLACEMENTS
ADELINA RESOURCES LTD.	IFS 3 MN DE 31 84
AGGRESSIVE MINING LTD.	FORM 28-ANN. FILING
AGRA INDUSTRIES LIMITED	OPERATING RESULTS FO
AGRA INDUSTRIES LIMITED	PRESS RELEASE
AHL GROUP LIMITED, THE	PRESS RELEASE
AIGUEBELLE RESOURCES INC.	IFS 9 MN DE 31 84
AIGUEBELLE RESOURCES INC.	PRESS RELEASE
AKAITCHO YELLOWKNIFE GOLD MINES LTD.	ANNUAL REPORT
AKAITCHO YELLOWKNIFE GOLD MINES LTD.	SHRHLDRS. MTNG. MAT.
AKAITCHO YELLOWKNIFE GOLD MINES LTD.	CERTIF. OF MAILING
AKAITCHO YELLOWKNIFE GOLD MINES LTD.	SHRHLDRS. MTNG. MAT.
ALBERTA ENERGY COMPANY LTD.	PRESS RELEASE
ALGOMA STEEL CORPORATION LIMITED	PRELIMINARY REPORT O
ALMARK RESOURCES LTD.	AUD. ANN. FIN. STMT.
ALMARK RESOURCES LTD.	IFS 6 MN AP 30 84
AMAX INC.	IFS 12 MN DE 31 84
ANGLO CANADIAN MINING CORPORATION	T.S.E. MATERIAL
ANGLO ENERGY LIMITED	FORM 10K
ANGLO-CANADIAN TELEPHONE COMPANY	ANNUAL REPORT
ANGLO-CANADIAN TELEPHONE COMPANY	SHRHLDRS. MTNG. MAT.
ANTHES INDUSTRIES INC.	AUD. ANN. FIN. STMT.
ANTHES INDUSTRIES INC.	ANNUAL REPORT
ANTHES INDUSTRIES INC.	SHRHLDRS. MTNG. MAT.
ARBOR CAPITAL RESOURCES INC.	CERTIF. OF MAILING
ARC INTERNATIONAL CORPORATION	IFS 9 MN JA 31 85
ARC INTERNATIONAL CORPORATION	PRESS RELEASE
ARC INTERNATIONAL CORPORATION	EXEMPT FIN. NOTICE
ARGUS CORPORATION LIMITED	LET. TO SHAREHOLDERS
ATCO LTD.	DIVIDEND NOTICE
ATLANTIC RICHFIELD COMPANY	IFS 12 MN DE 31 84
ATLAS YELLOWKNIFE RESOURCES LIMITED	SIGNED AUDITED FIN.
AUTOCROWN CORPORATION LIMITED	IFS 13 WK DE 29 84
B.Y.G. NATURAL RESOURCES INC.	IFS 3 MN DE 31 84
BANISTER CONTINENTAL LTD.	NOTICE OF MEETING
BANK OF ALBERTA	CERTIF. OF MAILING
BANK OF MONTREAL	FIRST QUARTER FINANC
BANK OF MONTREAL MORTGAGE CORPORATION	AMENDED STATEMENTS,
BANK OF MONTREAL REALTY FINANCE LTD.	FORM 29 OR ACFC
BANK OF MONTREAL REALTY FINANCE LTD.	AUD. ANN. FIN. STMT.
BARBECON INC.	T.S.E. MATERIAL
BARRICK RESOURCES CORPORATION	APPLICATION

Xerographic and microfiche copies of these documents are available from:
Micromedia Ltd, 144 Front Street West, Toronto, Ontario M5J 2L7 (416) 593-5211

Public Documents Filed with the Ontario Securities Commission

ISSUER	TITLE
BARRICK RESOURCES CORPORATION	RULING/ORDER/REASONS
BARRTOR AMERICAN FUND	AUD. ANN. FIN. STMT.
BAXTER TECHNOLOGIES CORPORATION	FORM 27-MAT. CHANGE
BAY MILLS LIMITED	IFS 6 MN JA 31 85
BEAR CREEK RESOURCES LIMITED	IFS 9 MN JA 31 85
BEAUTY COUNSELORS INTERNATIONAL INC.	T.S.E. MATERIAL
BELL CANADA	PRESS RELEASE
BELL CANADA	PRESS RELEASE
BELL CANADA	PRESS RELEASE
BELL CANADA ENTERPRISES INC.	AUD. ANN. FIN. STMT.
BELL CANADA ENTERPRISES INC.	ANNUAL REPORT
BELL CANADA ENTERPRISES INC.	SHRHLDRS. MTNG. MAT.
BELLS AND UTILITIES	CERTIF. OF MAILING
BLACK RIVER RESOURCES INC.	AMENDED STATEMENTS F
BONANZA RESOURCES LTD.	PRESS RELEASE
BONANZA RESOURCES LTD.	PRESS RELEASE
BOW VALLEY INDUSTRIES LTD.	FOURTH QUARTER CERTI
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ROYAL BANK OF CANADA, THE	PRESS RELEASE

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Public Documents Filed with the Ontario Securities Commission

ISSUER	TITLE
ROYAL GOLD & SILVER CORPORATION	FORM 27-MAT. CHANGE
ROYAL LEPAGE LIMITED	APPLICATION
ROYAL LEPAGE LIMITED	RULING/ORDER/REASONS
ROYEX GOLD MINING CORPORATION	RULING/ORDER/REASONS
ROYEX GOLD MINING CORPORATION	APPLICATION
ROYNAT INC.	IFS 9 MN JA 31 85
RT EUROPAC FUND	PRIVATE PLACEMENTS
SAN PAULO EXPLORATIONS INC.	CERTIF. OF MAILING
SANTA'S VILLAGE LIMITED	ANNUAL REPORT
SANTA'S VILLAGE LIMITED	SHRHLDRS. MTNG. MAT.
SASKATOON SQUARE LIMITED PARTNERSHIP	IFS 3 MN DE 31 84
SASKATOON TOWER	AUD. ANN. FIN. STMT.
SAULT MEADOWS ENERGY CORPORATION	OFFERING MEMORANDUM
SAULT MEADOWS ENERGY CORPORATION	PRIVATE PLACEMENTS
SCEPTRE RESOURCES LIMITED	PRESS RELEASE
SCINTILORE EXPLORATIONS LIMITED	PRIVATE PLACEMENTS
SCINTREX LIMITED	T.S.E. MATERIAL
SCOTT PAPER LIMITED	ANNUAL REPORT
SEARS CANADA INC.	PRESS RELEASE
SECURITY HOME FINANCING LIMITED	TAKEOVER/FORM 35
SED SYSTEMS INC.	PRIVATE PLACEMENTS
SEEMAR MINES LIMITED	PRIVATE PLACEMENTS
SENBROOK TOWNHOUSES LIMITED	AUD. ANN. FIN. STMT.
SENLAC RESOURCES INC.	PRESS RELEASE
SHEROBEE GLEN LIMITED PARTNERSHIP	AUD. ANN. FIN. STMT.
SHEROBEE GLEN LIMITED PARTNERSHIP	FORM 28-ANN. FILING
SHERRITT GORDON MINES LIMITED	PRESS RELEASE
SHERRITT GORDON MINES LIMITED	PRESS RELEASE
SILVERTON RESOURCES LTD.	PRESS RELEASE
SLATER STEELS CORPORATION	CERTIF. OF MAILING
SOGEPET LIMITED	PRESS RELEASE
SOGEPET LIMITED	FORM 27-MAT. CHANGE
SOUTHAM INC.	PRESS RELEASE
SPAR AEROSPACE LIMITED	VOTING SHARES ISSUED
SPINDLE TOP ENERGY & RESOURCES INC.	AUD. ANN. FIN. STMT.
ST. MARTIN'S (NO.1) LIMITED PARTNERSHIP	SIGNED ANNUAL FIN. S
ST. MARTIN'S (NO.2) LIMITED PARTNERSHIP	SIGNED ANNUAL FIN. S
STEEP ROCK RESOURCES INC.	ANNUAL REPORT
STEEP ROCK RESOURCES INC.	SHRHLDRS. MTNG. MAT.
STEEP ROCK RESOURCES INC.	PRESS RELEASE
STEINBERG INC.	PRIVATE PLACEMENTS
STEINBERG INC.	PRIVATE PLACEMENTS
STRAND OIL & GAS LTD.	PRESS RELEASE
SUPERIOR LIMITED PARTNERSHIP, THE	PRIVATE PLACEMENTS
SUPERIOR LIMITED PARTNERSHIP, THE	PRIVATE PLACEMENTS
SUSSEX EXPLORATIONS LTD.	PRELIM. PROSPECTUS
SYDNEY DEVELOPMENT CORPORATION	IFS 9 MN DE 31 84
SYDNEY DEVELOPMENT CORPORATION	PRELIM. PROSPECTUS

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ISSUER	TITLE
TALCORP LIMITED	DIVIDEND NOTICE
TEESHIN RESOURCES LTD.	CERTIF. OF MAILING
TEESHIN RESOURCES LTD.	CHANGE OF ADDRESS
TERRAMAR RESOURCE CORP.	PRESS RELEASE
THORCO GOLD FINDERS INC.	IFS 6 MN DE 31 84
TIBER ENERGY CORPORATION	TAKEOVER/FORM 35
TIMMINCO LIMITED	PRELIMINARY REPORT F
TIMMINCO LIMITED	PRESS RELEASE
TOROMONT INDUSTRIES LTD.	PRESS RELEASE
TORSTAR CORPORATION	T.S.E. MATERIAL
TRANS MOUNTAIN PIPE LINE COMPANY LIMITED	ANNUAL REPORT
TRANS MOUNTAIN PIPE LINE COMPANY LIMITED	SHRHLDRS. MTNG. MAT.
TRANS-CANADA RESOURCES LTD.	SHRHLDRS. MTNG. MAT.
TRANS-CANADA RESOURCES LTD.	PRESS RELEASE
TRANS-CANADA RESOURCES LTD.	TAKEOVER/FORM 35
TRANSALTA UTILITIES CORPORATION	PROSPECTUS
TRANSCANADA PIPELINES LIMITED	PRESS RELEASE
TRANSCANADA PIPELINES LIMITED	PRESS RELEASE
TRANSCANADA PIPELINES LIMITED	PRESS RELEASE
TRANSCANADA PIPELINES LIMITED	T.S.E. MATERIAL
TRICENTROL PLC	FORM 27-MAT. CHANGE
TRICENTROL PLC	FORM 6-K FOR THE MON
TRIMAC LIMITED	PRIVATE PLACEMENTS
TRINITY RESOURCES LTD.	FOURTH QUARTER ENDED
TRIZEC CORPORATION LTD.	PRESS RELEASE
TRIZEC CORPORATION LTD.	EXEMPT FIN. NOTICE
TRIZEC CORPORATION LTD.	T.S.E. MATERIAL
TRIZEC CORPORATION LTD.	ANNUAL INFO. FORM
TRUST GENERAL DU CANADA	AUD. ANN. FIN. STMT.
TURBO RESOURCES LIMITED	PRESS RELEASE
ULTRAMAR CANADA INC.	PRESS RELEASE
UNICAN SECURITY SYSTEMS LTD.	DIVIDEND NOTICE
UNICORP CANADA CORPORATION	RULING/ORDER/REASONS
UNICORP CANADA CORPORATION	FORM 27-MAT. CHANGE
UNICORP CANADA CORPORATION	PRESS RELEASE
UNICORP CANADA CORPORATION	PRESS RELEASE
UNICORP CANADA CORPORATION	PRESS RELEASE
UNION ENTERPRISES LTD.	RULING/ORDER/REASONS
UNION ENTERPRISES LTD.	PRESS RELEASE
UNION ENTERPRISES LTD.	PRESS RELEASE
UNION ENTERPRISES LTD.	PRESS RELEASE
UNION ENTERPRISES LTD.	DIVIDEND NOTICE
UNION ENTERPRISES LTD.	PRESS RELEASE
UNION ENTERPRISES LTD.	T.S.E. MATERIAL
UNION ENTERPRISES LTD.	T.S.E. MATERIAL
UNITED KENO HILL MINES LIMITED	ANNUAL REPORT
UNITED KENO HILL MINES LIMITED	SHRHLDRS. MTNG. MAT.
UNITED SECURITY FUND	ANNUAL REPORT
UNITED SECURITY FUND	SHRHLDRS. MTNG. MAT.

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Public Documents Filed with the Ontario Securities Commission

ISSUER	TITLE
UNITED STATES STEEL CORPORATION	ANNUAL REPORT
UNIVERSITY SCHOLARSHIPS OF CANADA	IFS 9 MN JA 31 85
VAN DER HOUT ASSOCIATES LIMITED	ANNUAL REPORT
VAN DER HOUT ASSOCIATES LIMITED	SHRHLDRS. MTNG. MAT.
VEDRON LIMITED	SHRHLDRS. MTNG. MAT.
VENTURES TRIDENT, L.P.	PRIVATE PLACEMENTS
VERSATILE CORPORATION	PRESS RELEASE
VERSATILE CORPORATION	PRESS RELEASE
VESTGRON MINES LIMITED	ANNUAL REPORT
VESTGRON MINES LIMITED	SHRHLDRS. MTNG. MAT.
VICTORIA WOOD SCARBOROUGH BRANDYWINE	SHRHLDRS. MTNG. MAT.
VULCAN INDUSTRIAL PACKAGING LIMITED	PRIVATE PLACEMENTS
VULCAN INDUSTRIAL PACKAGING LIMITED	FORM 27-MAT. CHANGE
VULCAN INDUSTRIAL PACKAGING LIMITED	PRESS RELEASE
VULCAN INDUSTRIAL PACKAGING LIMITED	PRESS RELEASE
WAJAX LIMITED	DIVIDEND NOTICE
WARDAIR INTERNATIONAL LTD.	PRESS RELEASE
WARNACO OF CANADA LIMITED	T.S.E. MATERIAL
WARNACO OF CANADA LIMITED	T.S.E. MATERIAL
WARRINGTON INC.	PRESS RELEASE
WCS PARTNERSHIP	PRIVATE PLACEMENTS
WESTCOAST TRANSMISSION COMPANY LIMITED	T.S.E. MATERIAL
WESTMIN RESOURCES LIMITED	PRELIMINARY RESULT F
WESTMOUNT TOWERS II INC.	PRELIM. PROSPECTUS
WINE CANADA LIMITED	PRIVATE PLACEMENTS
WINSTON CHURCHILL INVESTMENTS	AUD. ANN. FIN. STMT.
YORK RESOURCES N.L.	FORM 27-MAT. CHANGE
ZAHAVY MINES LIMITED	PRESS RELEASE

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CHAPTER 11

NEW ISSUE AND SECONDARY FINANCING

11.1 PRELIMINARY PROSPECTUSES RECEIVED

11.1.1 PETERMIN EXPLORATIONS INC.

March 20, 1985

Petermin Explorations Inc.

This prospectus is being filed with the Ontario Securities Commission pursuant to section 52(2) of the Securities Act.

11.1.2 CUNDILL SECURITY FUND

March 22, 1985

Cundill Security Fund

Offering mutual fund units on a continuous basis at the net asset value, with a minimum subscription of \$500.

Distributors: Selected mutual fund distributors, investment dealers
and stock brokers.

11.1.3 ULTRAMAR CAPITAL CORPORATION

Ultramar Capital Corporation

National Issue - Ontario

Offering \$ * (* shares) cumulative redeemable retractable first preferred shares, Series 1 at a price of \$ * per share to yield * % per annum.

Underwriters: Dominion Securities Pitfield Limited
Nesbitt Thomson Bongard Inc.

11.1.4 OSBORNE & CHAPPEL GOLDFIELDS LIMITED

March 26, 1985

Osborne & Chappel Goldfields Ltd.

National Issue - Ontario

Offering 2,400,000 common shares at a price of \$5.00 U. S. per share.

Underwriters: Merit Investment Corporation
Bell Gouinlock Limited

11.2 PRELIMINARY SIMPLIFIED PROSPECTUS RECEIVED

11.2.1 INVESTORS MONEY MARKET FUND

March 25, 1985

Investors Money Market Fund

National Issue - Manitoba

Offering mutual fund units at their net asset value per unit on a continuous basis.

Distributor: Investors Syndicate Limited

11.3 PRELIMINARY SHORT FORM PROSPECTUS RECEIVED

11.3.1 CROWN X INC.

March 22, 1985

Crownx Inc.

National Issue - Ontario

Offering \$ * (* shares) convertible preferred shares, Series 1 (cumulative and redeemable) at a price of \$ * per share to yield * %.

Underwriters: Burns Fry Limited
Dominion Securities Pitfield Limited

11.4 FINAL RECEIPTS ISSUED

11.4.1 SAVINGS AND INVESTMENT RETIREMENT FUND

Savings And Investment Retirement Fund

A final receipt was issued March 22, 1985 for a prospectus dated March 18, 1985 qualifying mutual fund units at net asset value.

Distributor: Savings and Investment Trust

11.4.2 JDS CAPITAL LIMITED

JDS Capital Limited

A final receipt was issued March 22, 1985 for a prospectus dated March 21, 1985 offering 3,000,000 \$2.21875 cumulative redeemable retractable first preferred shares, series A at \$25 per share to yield 8.875% per annum. Net proceeds to the company are \$73,325,000 before deducting expenses of the issue.

Underwriter: McLeod Young Weir Limited
Promoter: JDS Investments Limited

11.4.3 FALCON POINT RESOURCES LIMITED

Falcon Point Resources Limited

Final receipt issued March 26, 1985 for a prospectus dated March 25, 1985 filed by Falcon Point Resources Limited qualifying for sale in Ontario 800,000 common shares at \$1.60 per share to provide net proceeds to the Company of \$640,000 before deducting expenses of issue.

There will also be a secondary offering of 385,573 common shares none of the proceeds of which will accrue to the benefit of the Company.

Promoter: Brindle Investments Limited
Underwriter: Gordon-Daly Grenadier Limited

11.5 HOUSEHOLD FINANCIAL CORPORATION LIMITED

Household Financial Corporation Limited

Final receipt issued March 26, 1985 for a prospectus filed pursuant to section 52(2) of the Securities Act, dated March 12, 1985.

11.6 JONES HEWARD AMERICAN FUND

Jones Heward American Fund

A final receipt was issued on March 26, 1985 for a Simplified Prospectus dated February 27, 1985 qualifying for distribution units of the Fund at net asset value.

An Annual Information Form, dated February 27, 1985 filed concurrently with the Simplified Prospectus has been accepted by the Commission.

Distributor: Burns Fry Limited

11.6.1 THE CAPSTONE INVESTMENT TRUST

The Capstone Investment Trust

Final Receipt issued March 27, 1985 for a prospectus dated March 26, 1985 qualifying mutual fund units at net asset value.

Distributor: registered brokers, and dealers.

11.7 FINAL RECEIPTS ISSUED - SHORT FORM PROSPECTUS

11.7.1 DOFASCO INC.

Dofasco Inc.

Final receipt issued March 21, 1985 for a short form prospectus dated March 21, 1985 qualifying for sale 10,000,000 \$2.60 Convertible Class C Preferred Shares, Series I to net the company \$315,250,000 after commissions.

Underwriters: Dominion Securities Pitfield Limited
Wood Gundy Inc.
Burns Fry Limited
Richardson Greenshields of Canada Limited

11.7.2 RANGER OIL LIMITED

Ranger Oil Limited

Final receipt issued March 25, 1985 for a short form prospectus dated March 22, 1985 qualifying for sale in Ontario \$15,000,000 U. S. of 9.25% Cumulative Redeemable Retractable Preference Shares, Series A at \$25 U.S. to yield 9.25% per annum.

Net proceeds to the Corporation will be \$14,550,000 U.S. before deducting expenses of issue.

Underwriter: McLeod Young Weir Limited

11.7.3 COMINCO LTD.

Cominco Ltd

A final receipt issued March 27, 1985 for a short form prospectus dated March 25, 1985 offering 199,080 common shares at \$14.125 per share to net the Corporation \$2,748,005 before deducting expenses of the issue.

Underwriter: Burns Fry Limited

11.8 RIGHTS OFFERING ACCEPTED

11.8.1 ASTROTECH INTERNATIONAL CORPORATION

March 21, 1985

Astrotech International Corporation

Material acceptable to the Commission was filed pursuant to sections 34(1)(14) and 71(1)(h) of the Securities Act (Ontario).

11.8.2 GRAND SAGUENAY MINES & MINERALS LIMITED

March 26, 1985

Grand Saguenay Mines & Minerals Limited

Material acceptable to the Commission has been filed by Grand Saguenay Mines & Minerals Limited pursuant to section 34(1) (14) and 71(1) (h) of the Securities Act.

11.8.3 MERLAND EXPLORATIONS LIMITED

March 27, 1985

Merland Explorations Limited

Materials acceptable to the Commission were filed March 27, 1985 pursuant to sections 34(1) (14) and 71(1) (h) of the Securities Act.

11.9 RIGHTS OFFERING WITHDRAWN

11.9.1 LUXOR EXPLORATIONS INC.

March 26, 1985

Luxor Explorations Inc.

The proposed Rights Offering filed February 21, 1984 by Luxor Explorations Inc. has been withdrawn at the request of the issuer.

11.10 AMENDMENT RECEIVED

11.10.1 GRANDVIEW-ON-THE-LAKE EQUITY CORPORATION

March 19, 1985

Grandview-On-The-Lake Equity Corporation

Amendment No. 1 dated March 15, 1985 to prospectus dated January 9, 1985.

11.11 ANNUAL INFORMATION FORMS

11.11.1 UNIVERSAL SAVINGS AMERICAN FUND ET AL

Universal Savings American Fund
Universal Savings Income Fund
Universal Savings Natural Resource and Energy Fund
Universal Savings Equity Fund Limited

An Annual Information Form dated March 20, 1985 filed concurrently with the Simplified Prospectus, has been accepted by the Commission.

A final receipt was issued on March 21, 1985 for a Simplified Prospectus dated March 20, 1985 qualifying for distribution units of Universal Savings American Fund, Universal Savings Income Fund, Universal Savings Natural Resource and Energy Fund and non-voting participating redeemable preference shares of Universal Savings Equity Fund Limited, all at net asset per unit or non-voting participating redeemable preference shares.

Distributor: Investment dealers and brokers

11.11.2 IMPERIAL OIL LIMITED

Imperial Oil Limited

An Annual Information Form dated March 18, 1985 has been filed by Imperial Oil Limited. This is a refiling.

11.11.3 THE ROYAL BANK OF CANADA

The Royal Bank of Canada

An Annual Information Form dated March 5, 1985 has been filed by The Royal Bank of Canada. This is a refiling.

11.11.4 TRANSCANADA PIPELINES LIMITED

TransCanada Pipelines Limited

An Annual Information Form dated March 20, 1985 has been filed by TransCanada Pipelines Ltd. This is a refiling.

11.11.5 CROWNX INC.

March 22, 1985

Crownx Inc.

The Commission has accepted for filing the first Annual Information Form dated February 28, 1985 of Crownx Inc.

11.11.6 INCO LIMITED

Inco Limited

An Annual Information Form dated March 15, 1985 has been filed by Inco Limited. This is a refiling.

11.11.7 ABITIBI-PRICE INC.

March 25, 1985

Abitibi-Price Inc.

An Annual Information Form dated March 22, 1985 has been filed by Abitibi-Price Inc. This is a refiling.

11.11.8 INVESTORS MUTUAL OF CANADA LTD.

March 26, 1985

Investors Mutual of Canada Ltd.

An Annual Information Form, dated February 18, 1985, filed concurrently with the Simplified Prospectus, has been accepted by the Commission.

Final Receipt issued March 26, 1985 for a Simplified Prospectus dated February 18, 1985 qualifying mutual fund shares at net asset value.

Distributor: Investors Syndicate Limited

CHAPTER 12
REGISTRATIONS

12.1 REGISTRATIONS
12.1.1 SECURITIES

REGISTRATIONS
SECURITIES,

MUTUAL FUND DEALER

Morgan Managed Funds Inc.,
Suite 2710,
Toronto-Dominion Bank Tower,
Toronto, Ontario.
M5K 1E7.
(effective March 12, 1985)
New Registration

12.2 TERMINATIONS
12.2.1 SECURITIES

TERMINATIONS
SECURITIES

INVESTMENT DEALER

Sacks Paulson Limited
330 Bay Street,
Suite 1508,
Toronto, Ontario.
M5H 2T6.
(effective March 22, 1985)
Lapsed

12.3 REGISTRATIONS

12.3.1 COMMODITIES

REGISTRATIONS
COMMODITIES

COMMODITY TRADING MANAGER (NON-RESIDENT)

AgriData Resources, Inc.,
205 West Highland Ave.,
Milwaukee, Wisconsin,
53203
(effective May 18, 1984)
New Registration

12.4 TERMINATIONS

12.4.1 COMMODITIES

TERMINATIONS
COMMODITIES

COMMODITY TRADING MANAGER - CORRECTION

F.U.N. Commodities Incorporated - The effective date of the Voluntary Surrender published in the O. S. C. Bulletin dated March 15, 1985 should have been December 1, 1984 and not February 28, 1985 as indicated.

CHAPTER 25
OTHER INFORMATION

25.1 RELEASE FROM ESCROW

25.1.1 FLANAGAN MCADAM RESOURCES INC.

March 25, 1985

Flanagan McAdam Resources Inc.

The commission hereby consents to the pro rata release of 19,247 escrowed shares of Flanagan McAdam Resources Inc.

25.1.2 ECLIPSE CAPITAL CORPORATION

March 27, 1985

Eclipse Capital Corporation

The Commission consents to the release of 222,000 escrowed shares currently held by Eclipse Capital Corporation for purposes of cancellation.

25.2 TRANSFERS WITHIN ESCROW

25.2.1 ECLIPSE CAPITAL CORPORATION

March 25, 1985Eclipse Capital Corporation

<u>From</u>	<u>To</u>	<u>No. of shares</u>
Patricia	Eclipse Capital Corporation	222,000
Cofell	for purposes of cancellation	

25.2.2 MAGNACON MINES & OILS

March 27, 1985Magnacon Mines & Oils Limited

The Commission hereby consents to the physical transfer of all the escrowed shares of Magnacon Mines & Oils Limited and the change in escrow agent from Guaranty Trust Company to Central Trust Company.

The said escrowed shares are to be held by Central Trust Company under the same terms and conditions as originally agreed to by Guaranty Trust.

25.3 COMPANIES BRANCH/REASONS AND DECISIONS

25.3.1 LONDON COMPRESSORS MFG. INC.

The following is an insert with respect to a decision made by the Companies Branch, Ministry of Consumer and Commercial Relations, in the matter of LONDON COMPRESSORS MFG. INC., issued on February 28th, 1985.



Ministry of
Consumer and
Commercial
Relations

Ministère de la
Consommation
et du
Commerce

Companies Direction des
Branch compagnies

Page 25-61

555 Yonge Street
Toronto, Ontario
M7A 2H6
416/963-0373

IN THE MATTER OF THE
BUSINESS CORPORATIONS ACT, 1982
S.O. 1982, Chapter 4

AND

IN THE MATTER OF

LONDON COMPRESSORS MFG. INC.

REASONS AND DECISION

APPEARANCES:

David L. Brown, on behalf of LONDON
COMPRESSORS MFG. INC., (hereinafter
sometimes referred to as the "Proponent")

David S. Seabrook, on behalf of LONDON
COMPRESSED AIR EQUIPMENT LIMITED,
(hereinafter sometimes referred to as the
"Objector")

A hearing was held before me on the 19th day of September, 1984, pursuant to subsection 12(1) of the Business Corporations Act, 1982 (the "Act"). The purpose of the hearing was to decide whether or not a certificate of amendment to the articles of incorporation of the Proponent, London Compressors Mfg. Inc., Ontario Corporation Number 533488 should be issued changing its name.

The Objector was incorporated on September 28, 1973 under the Business Corporations Act under the name London Compressed Air Equipment Limited. John Hoelzl, President and sole shareholder of the Objector, was the first witness.

Mr. Hoelzl started the business in the Spring of 1966, using the name under which he eventually incorporated.

The general nature of the Objector's business since the outset, has been the assembly and sale of sandblasting equipment and packaged air compressors and components. There has been a shift since the beginning of the business, however from manufacturing to distribution. The Objector put in as Exhibit No. 4 a pamphlet which sets out the manufacturing concerns and their

products distributed by the Objector. The Objector's clientele is derived from a general and wide sector of the public, which includes the steel industry, automotive industry, paint shops, body shops, contractors and farmers.

The Objector does not advertise in newspapers, magazines or on television or radio. The Objector's sole advertisement is contained in the yellow pages of the London Telephone Directory under the heading "Compressors" at page 139. The Objector also appears in the white pages on page 120.

The witness testified that on answering the telephone he uses the name "London Compressed Air" to repeat customers and suppliers. He identifies the business by its full corporate name to new suppliers and customers.

The business first started on Falcon Street in the Spring of 1965. At the time of its incorporation, the business had moved to 1759 Trafalgar Street. On November 15, 1978, the Objector moved to the present address, 16 Enterprise Street. The Objector carries on its business mainly in the southwest of Ontario.

With respect to confusion, there seems to be three different types of confusion.

Firstly, phone calls. Mr. Hoelzl as President of the corporation does not normally man the phones except at lunchtime. He testified that he receives one or two calls per week intended for the Proponent. This started some time ago and has increased over the last year or so. He has also received personally a few calls at home. The last one he received was a month prior to the date of the hearing. These calls were from persons trying to contact the Proponent. The witness would therefore identify the full name of the Proponent and direct the caller to the phone book or give the caller the Proponent's telephone number. In addition, he would advise the callers that the Objector was not associated with the Proponent.

The next witness for the Objector was Eric Beyea, Parts Manager, Shipper, Receiver and Purchaser, for the past four and a half years. Mr. Beyea is

also responsible for inside sales over the telephone. He was, therefore, able to testify with respect to the first type of confusion experienced, that is, persons calling the Objector when intending to contact the Proponent. Some of these calls were with respect to an advertisement placed by the Proponent on page 23 of Exhibit Number 5, The Auto Trader Magazine. In addition, he experienced some instances of persons walking into the Objector's premises a few times a week, also seeking information on the cheaper model advertised in the magazine by the Proponent. These persons sometimes appeared with the advertisement in question and sometimes without the advertisement. It is possible that a portion of these people were comparison shopping. However, on some occasions, the witness testified that he verified that they were looking for the Proponent and in those cases directed them to the Proponent.

The Board of Education in London has called three times to expedite a purchase order. The most recent occasion was in the last week and a half prior to the date of the hearing. Prior to that incident, the last occasion was some time ago.

On two occasions the witness answered similar telephone calls from the City of London.

Recently, Mr. Beyea received a telephone call from Tillsonburg from a client of the Objector, who had purchased an Order from the Objector and had appeared at the Proponent's to pick up the part.

In his capacity as shipper and receiver, Mr. Beyea has witnessed a different type of confusion, that is, misdirected goods. More than once a week trucks arrive with goods addressed to the Proponent but with bills of lading directed to the Objector. The Objector in this instance signs the bills of lading and advises that the goods are not for the Objector and directs the driver to the Proponent.

Mr. Beyea also testified that very recently a supplier arrived with ten motors which had not been ordered by the Objector. Mr. Beyea checked the

boxes and ascertained that the boxes were in fact addressed to the Proponent although the bill of lading was addressed to the Objecter.

On two occasions, this confusion has been in reverse, in that goods ordered by the Objecter were shipped to the Proponent and the Objecter received a call from the Proponent. These goods were redirected to the Objecter. This has happened once in the last year and a half.

These errors would appear to occur due to the use by both the Objecter and the Proponent of the same couriers and truck lines. The shippers who have made such mistakes include C.P. Transport and Intercity. A few of the trucking firms have been advised of the errors and that has helped to some extent but mistakes have been made on a weekly basis for the past year and a half.

The next witness for the Objecter was the Objecter's Controller, Ray Loro, who is responsible for all the accounting including receivables, payables, financial statements and accounts. He testified with respect to his personal experience and confusion in receiving invoices, purchase orders and cheques, which do not belong to the Objecter. This is the third type of confusion that has been experienced by the Objecter.

Exhibit Number 5 represents a group of invoices issued by Courtage Peace Bridge Brokerage, custom brokers, addressed to the Objecter, related Canada Customs entry forms, addressed to the Proponent, and the related invoices from the American supplier of the Proponent, Central Air Compressor Company. The witness testified that the Objecter has never done business with Central Air Compressor Company. The Objecter has, however, used the Courtage Peace Bridge Brokerage Company when importing from the United States.

Exhibit Number 8 comprises documents addressed to the Objecter which do not represent purchases made by the Objecter. The first invoice relates to the Ten Motors from Leroy Somer Canada Limited which were misdelivered to the Objecter instead of the Proponent, as testified to by Mr. Beyea. This

Exhibit also includes the bill of lading from Intercity Truck Lines with respect to the delivery which is also addressed to the Objector.

Exhibit Number 9 consists of two purchase orders, one from the City of London, which is addressed to "London Compressors Manufacturing" at the Objector's address; the second is for Fanshawe College, addressed to "London Compressors" at the Objector's address. The Objector still does business with the City of London. The Objector has not done business with Fanshawe College for a year which would be approximately the date of the invoice from Fanshawe College, October 26, 1983.

Exhibit Number 10 consists of freight bills from Overland Express, Intercity Truck Lines, Dominion Consolidated Truck Lines and Purolator, along with the related invoices. In each case, the bill of lading is addressed to the Objector. The corresponding invoice is addressed, however, to the Proponent. The last bill of lading is for Purolator. This bill of lading is addressed to "London Compress" at the Objector's Address. The Invoice is addressed to the Objector. The relationship between the two documents is unclear. I therefore cannot conclude that the bill of lading relates to the delivery of goods reflected in the attached invoice.

The invoice dates with respect to Overland Express cover the period between November 1, 1983 to May 19, 1984. On each occasion the witness contacted Overland Express and advised them of these mistakes. Since the date of the last incorrect invoice, the Objector has not experienced any further incidents of this type.

Exhibit Number 11 consists of an invoice from C.P. Express, addressed to the Proponent at 120 Falcon Street and readdressed to the Objector. The witness was unaware as to the identity of the person who had stroked out the Proponent's address and replaced it with "60 Enterprise Street".

Exhibit Number 12 is a copy of a cheque number 00746 from Cold Springs Farm, made payable to the Objector. The witness checked the Objector's records and ascertained that the cheque had been sent to the wrong business and the original cheque was sent back to the payer.

With respect to the Inter-City Truck Lines (Canada) Inc. Freight Bills which reflect a transaction which occurred in December of 1983, the witness advised Inter-City of the mistake and cannot recall any further instances.

The Proponent's solicitor objected to the inclusion of Exhibits 7 through 12 on the basis of section 15 of the Statutory Powers Procedure Act, R.S.O. 1980, c.484, and section 55 of the Evidence Act, R.S.O. 1980, c.145. I admitted the documents for the following reasons.

Section 15 of the Statutory Powers Procedure Act deals with the admission of evidence at a hearing by a Tribunal. There are three questions to be determined under subsection 3: whether the testimony or document is relevant to the subject matter of the proceedings; whether it would be inadmissible in a Court by reason of any privilege under the law of evidence, and lastly, whether it is inadmissible by the Statute under which the proceedings arise, or any other Statute, in this case, the Evidence Act.

Section 55 of the Evidence Act regulates the proof of copies of business documents.

Notwithstanding the above, subsection 15(4) of the Statutory Powers Procedures Act, provides the Tribunal with the authority to accept a copy of a document or other thing as evidence at a hearing once the Tribunal is satisfied as to its authenticity.

It is the intention of the Statutory Powers Procedure Act, to provide a forum where procedural requirements are more relaxed than in a court of law, while maintaining certain standards of natural justice.

In Lischka vs. Criminal Injuries Compensation Board (1982), 37 O.R. 2(d) 134, the Court held that section 15 contemplates the admissibility of hearsay evidence. This would seem to support the position that section 15 is to be interpreted broadly so as to enable the Tribunal to admit all relevant information subject to weight.

In addition, section 32 of the Statutory Powers Procedure Act states as follows:

Unless it is expressly provided in any other Act that its provisions and regulations, rules or by-laws made under it apply notwithstanding anything in this Act, the provisions of this Act and of rules made under section 33 prevail over the provisions of such other Act and over regulations, rules or by-laws made under such other Act which conflict therewith.

The Evidence Act does not expressly provide that it applies, notwithstanding anything in the Statutory Powers Procedures Act. For this reason and for the forgoing reasons, I conclude that subsection 15(4) supercedes the provisions of the Evidence Act.

Peter James Ferencz, the sole shareholder of London Compressors Mfg. Inc., testified on behalf of the Proponent. The Proponent was incorporated on March 11, 1983. The witness registered the business name "London Compressor" in May of 1982. Prior to that date, he had carried on business under the name "London Air Equipment".

The Proponent assembles, manufactures and sells air compressors, sand blasters and other related tools. 95% of the business involves assembly and manufacturing. The remaining 5% involves distribution. The Proponent sells six major brands of air compressors. The Proponent does not distribute for Ingersoll-Rand Canada Inc., although it does distribute for Campbell Hausfeld. In addition to the air compressors, impact tools and sand blasters, the Proponent sells parts for compressors, including hoses, belts and switches. The Proponent, unlike the Objector, does not sell synthetic oils.

The Proponent's business has been at 120 Falcon Street in London, Ontario, for two years. Prior to that, the business was carried on in a house on Dundas Street. The Proponent does approximately 50% of its business in south western Ontario, the remaining 50% throughout the rest of Canada and the United States.

The witness testified that the Proponent advertised in the yellow pages for the City of London, as well as the Auto Trader Magazine and the Ontario Industrial Magazine. He also testified that the Proponent advertised in the State of Alabama in the United States. With respect to the London yellow pages, since incorporation, the Proponent's name has been listed as London Compressors Mfg. Inc.

The witness also stated that he uses the name "London Compressors" when answering the telephone. The source of the Proponent's clientele is very wide. It includes farmers, industry and gasoline stations.

With respect to confusion, the Proponent advised that he answers the phone 50% of the time and that 99% of the mail goes through his hands. He has not received any telephone calls for the Objector. One piece of mail and one package have been misdelivered over the years. No invoices, no cheques and no purchase orders intended for the Objector have been received by the Proponent.

The witness reviewed the documentary evidence, Exhibit Nos. 7 through 12, and acknowledged that the invoice from Fanshawe with respect to Fanshawe College, Exhibit No. 9, was probably with respect to the Proponent's purchase.

The witness testified that the freight bill from Overland Express and Inter-City Lines (Canada) Inc., both relate to the Proponent's business. The witness was uncertain about the documents with respect to Dominion Consolidated. With respect to the Purolator Courier documents, the witness thought that the documents were most likely related to the Proponent's business. The cheque from Coldspring Farms (Exhibit No. 12) was the Proponent's cheque.

The Proponent did not do business with the brokerage house named in Exhibit No. 7, during the time period represented by the documents in that Exhibit.

The City of London, the Board of Education and LeRoy Somers, as well as Central Air Compressors are clients of the Proponent.

Turning to the relevant legislation.

Section 9 of the Business Corporations Act, 1982 provides in part as follows:

- (1) Subject to subsection (2), a corporation shall not have a name,...
 - (b) that is the same as or, except where a number name is proposed, similar to,
 - (i) the name of a known,
 - (A) body corporate,
 - (B) trust,
 - (C) association,
 - (D) partnership,
 - (E) sole proprietorship, or
 - (F) individual
 - whether in existence or not, or
 - (ii) the known name under which any body corporate, trust, association, partnership, sole proprietorship, or individual, carries on business or identifies itself,
- if the use of that name would be likely to deceive; ...

[emphasis added]

- (2) A corporation may have a name described in clause (1)(b) upon complying with conditions prescribed by the regulations.

The Act goes on to provide in subsection 12(1) as follows:

If a corporation, through inadvertence or otherwise, has acquired a name contrary to section 9, the Director may, after giving the corporation an opportunity to be heard, issue a certificate of amendment to the articles changing the name of the corporation to a name specified in the certificate and, upon the issuance of the certificate of amendment, the articles are amended accordingly.

Sections 2 and 3 of Ontario Regulation 446/83 under the Act (the "Regulation"), assist in the determination which must be made under section 12 of the Act.

Section 2 provides:

- (1) "Name" when used in the expression "if the use of that name would be likely to deceive" used in clause 9(1)(b) of the Act includes,
 - (a) a name that would lead to the inference that the business or activities carried on or intended to be carried on by the corporation under the proposed name and the business or activities carried on by any other person are one business or one activity, whether or not the nature of the business or activity of each is generally the same;
 - (b) a name that would lead to the inference that the corporation bearing the name or proposed name is or would be associated or affiliated with a person if the corporation and such person are not or will not be associated or affiliated; or
 - (c) a name whose similarity to the name of a person would lead someone who has an interest in dealing with the person, to deal with the corporation bearing the name in the mistaken belief that he is dealing with the person.

Section 3 provides:

For the purpose of section 12 of the Act, the matters the Director may consider when determining whether a name is contrary to section 9 of the Act include,

- (a) the distinctiveness of the whole or any element of any name or trade mark and the extent to which the name or trade mark has become known;
- (b) the length of time the trade mark or name has been in use;
- (c) the nature of the goods or services associated with the trade mark or the nature of the business carried on under or associated with a name, including the likelihood of any competition among businesses using such a trade mark or name;
- (d) the nature of the trade with which a trade mark or name is associated, including the nature of the goods or services and the means by which they are offered or distributed;

- (e) the degree of similarity between the corporate name and any trade mark or name in appearance or sound or in the ideas suggested by them; and
- (f) the geographic area in Ontario in which the corporate name is likely to be used.

The Objector carries on its business in south western Ontario and the Niagara Peninsula. The Proponent does approximately 50% of its business in south western Ontario, 50% throughout the rest of Canada and the United States.

The businesses carried on by the Objector and the Proponent involve the manufacturing and distribution of air compressors and related parts. It might be that the proportion of sales to manufacturing and assembly differs in the two businesses, but the general nature of the business that is carried on by the Objector and Proponent is the same.

The clientele which can make use of the products and services provided by the Objector and the Proponent would be the same sector of the public, that is, those persons who would have use for air compressor equipment, including auto body shops, industry and farmers. The Proponent does not distribute for most of the suppliers for whom the Objector distributes as set out in Exhibit No. 4, except for Campbell Housefield. However, the type of air compressor and related parts distributed by the Proponent is the same as that distributed by the manufacturers set out in that Exhibit.

I, therefore, conclude that the businesses operated by the Objector and the Proponent are similar, the person or class of persons who ordinarily might be expected to deal with each of the Proponent and Objector are similar and that there is some overlap in the geographic area covered by both businesses.

All these matters are to be considered in light of the visual and auditory qualities of the two names, which are as follows:

PROPONENT: LONDON COMPRESSORS MFG. INC.

OBJECTOR: LONDON COMPRESSED AIR EQUIPMENT LTD.

Placing the names side by side, "London Compressors Mfg. Inc." against "London Compressed Air Equipment Ltd.", I do not see a visual or auditory similarity which is likely to deceive.

The Objector's name and the Proponent's name share only one word, the word "London" used in conjunction with, in the case of the Proponent, the word "Compressors Mfg. Inc." and in the case of the Objector, "Compressed Air Equipment Ltd.". The word "London" describes the geographic location of the Objector's business. The rest of the Objector's name describes the goods which the Objector distributes.

Mr. Justice Kelly states at page 261 in Re C C Chemicals Ltd., [1967] 2 O.R. 248 (C.A.) as follows:

When the alleged similarity is, as here, between names which contain words which are generic and descriptive, different considerations become appropriate - in general terms it can be said that the broader the application of the term selected by the earlier corporation for inclusion in its corporate name the less is the ability of the user of that name to arrogate to himself any right to that name and to complain of the use by another of the same term - with proper distinguishing accompanying words. It was said in Cellular Clothing Co., Ltd. v. Maxton & Murray, [1899] A.C. 326 at p.336, that the utmost difficulty should be put in the way of anyone who seeks to adopt or use exclusively as his own a merely descriptive term. To this I would add that the greater the descriptive scope of the term or word adopted the more difficult the task of the selector to appropriate to himself a term which might be equally descriptive of the nature of other businesses.

In this case, the Proponent has used words in its name which sufficiently distinguish it from the Objector's name.

I have reviewed the evidence of confusion tendered at the hearing. There have been approximately two misdirected telephone calls per day over the past year and a half, some of which may have been due to comparison shopping; approximately one or two misdirected truck deliveries per week over that period of time. With respect to the documents entered as Exhibits Nos. 7, 8, 9, 10, 11 and 12, these represent approximately sixteen incidents

over a nineteen month period. I conclude, however, that it is likely that the confusion which has arisen is a result of the use of a shortened form of both the Objector's and Proponent's name in the course of business, respectively "London Compressed Air" and "London Compressors". However, it is the use of the corporate name of the Proponent which is at issue under section 12 of the Act.

For the foregoing reasons, there will be no Order made pursuant to section 12 of the Business Corporations Act, 1982 requiring London Compressors Mfg. Inc. to change its name.

DATED at Toronto, Ontario this 28th day of February, 1985.

A handwritten signature in cursive script, appearing to read "Katherine Levine".

Katherine Levine
Solicitor
Companies Branch

APPENDIX A

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